

September 2, 2026

To,

**The National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra - Kurla Complex
Mumbai 400051**

**The Department of Corporate Services
BSE Limited,
P.J. Towers, Dalal Street
Mumbai 400001**

Scrip Symbol: SANSERA

Scrip Code: 543358

Subject: Notice of 44th Annual General Meeting and Integrated Annual Report of Sansera Engineering Limited ('the Company') for the Financial Year 2025-26

Dear Sir / Madam,

Pursuant to Regulation 30, 34 and 36 other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the 44th Annual General Meeting ("AGM") of the Company is scheduled to be held on Thursday, September 24, 2026 at 11:00 am (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder read with General Circular No. 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs, the SEBI Listing Regulations, and other applicable circulars issued in this regard by MCA and SEBI (collectively referred to as "Circulars").

The said Notice and Annual Report for the financial year 2025-26 are being sent through e-mails to the Members of the Company at their registered e-mail addresses and the same will also be available on the website of the stock exchanges and on the website of MUFG Intime India Private Limited. Further, in terms of Regulation 46 of the SEBI Listing Regulations, the said Annual Report and other relevant documents will also be available on the website of the Company at <https://sansera.in/annual-reports>.

Additionally, pursuant to Regulation 36(1)(b) of SEBI Listing Regulations, the Company has also sent a letter to those shareholders whose email addresses are not registered with the Company / Registrar and Share Transfer Agent ("RTA") / Depository Participants, providing them the web link, including the exact path for accessing the Company's Annual Report and Notice of the 44th AGM.

The Company has appointed MUFG Intime India Private Limited as the e-voting agency. Members holding shares in demat or physical form as on Thursday, September 17, 2026 ("Cut-off Date") will have the opportunity to cast their vote, on all resolutions as set out in the AGM Notice through:

- Remote e-voting: from Monday, September 21, 2026 (9:00 A.M. IST) to Wednesday, September 23, 2026 (5:00 P.M. IST)
- E-voting during the AGM

Kindly take the same on your record.

Thanking You,

For Sansera Engineering Limited

RAJESH
KUMAR MODI

Digitally signed by
RAJESH KUMAR MODI
Date: 2026.09.02
08:44:37 +05'30'

**Rajesh Kumar Modi
Company Secretary and Compliance Officer**

Encl.: as above

SANSERA ENGINEERING LIMITED

Reg Off: Plant 7, No. 143/A, Jigani Link Road, Bangalore-560 105, India, Tel: +91 80-27839081/82/83. Fax: +91 80-27839309

E-mail id: info@sansera.in Website: www.sansera.in CIN: L34103KA1981PLC004542



**ENGINEERING
ACROSS
ALL FRONTIERS**

Across the Pages



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Corporate Overview

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Or simply scan

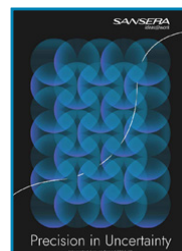


For more investor-related
information, please visit:
<https://sansera.in/annual-reports>



Governance

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Integrated Annual Report
FY 2024-25



Annual Report
FY 2023-24



Annual Report
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Disclaimer

This document contains statements about expected future events and financials of Sansera Engineering Limited ('The Company'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications, and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

Engineering across All Frontiers

The future belongs to those who can engineer beyond convention – who adapt to change, embrace new possibilities, and create value wherever opportunity emerges. As industries converge and technologies evolve at an unprecedented pace, excellence in manufacturing is no longer enough. Sustainable growth now demands the confidence and ability to innovate across products, markets, and capabilities in equal measure.

The past year was a defining milestone in our journey. Against a volatile global backdrop, we delivered a record financial performance and accelerated our transformation into a truly diversified engineering enterprise. We deepened our presence in Aerospace, Defence, and Semiconductor segments. We augmented our manufacturing capabilities through the Pantnagar facility and built forward visibility with a robust order book.

A resilient business model, a strong balance sheet, and an instinct for innovation give us the confidence to push even further. As we sharpen our capabilities, diversify our portfolio, and deepen customer partnerships, our purpose stays constant – to engineer solutions that power industries today and shape the possibilities of tomorrow.





Integrated Reporting Overview

This Integrated Annual Report for 2025-26 explains how Sansera Engineering Limited creates and sustains value over time. It brings together our financial results, operational achievements, strategic direction, and governance practices, reflecting the outcomes generated for shareholders, employees, customers, partners, and society at large.

The report highlights our performance against strategic objectives and traces the external factors influencing our business. It also discusses key risks, opportunities, and stakeholder priorities that direct our decisions and long-term approach.

Scope and Reporting Boundary

This report covers Sansera Engineering Limited along with its subsidiaries for the financial year commencing April 1, 2025 and ending March 31, 2026. It follows applicable regulatory requirements and corporate governance norms.

Unless otherwise stated, the information contained herein represents the Company's performance and position as at the end of the reporting period.

Integrated Reporting Coverage

The scope of this Integrated Annual Report extends across the following core areas of value creation:

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Stakeholder Universe





Reporting Standards and Frameworks

This Integrated Annual Report has been prepared with due consideration to the following regulations, standards, and frameworks:

- ▷ SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- ▷ Companies Act, 2013, as amended
- ▷ Indian Accounting Standards (Ind AS)
- ▷ Global Reporting Initiative (GRI)
- ▷ International Integrated Reporting (<IR>) Framework
- ▷ Applicable Secretarial Standards
- ▷ Other relevant statutory and regulatory provisions applicable to listed companies in India

Statements on Future Outlook

Certain statements in this report may constitute forward-looking information regarding the Company's anticipated performance and future plans. These statements involve inherent risks, assumptions, and uncertainties that may cause actual results to differ materially from those expressed or implied. Readers are advised to interpret such statements with appropriate caution.

Assurance and Data Reliability

We follow a robust assurance mechanism to enhance the credibility and transparency of disclosures made in this report. A combination of internal controls and independent external assurance processes has been implemented to validate key financial and non-financial information.

The Year in Focus



Financial

₹34,979 mn
Revenue from Operations

₹6,321 mn
EBITDA

₹3,269 mn
Profit After Tax

18.1%
EBITDA Margin

9.3%
PAT Margin

16.7%
ROCE

Operational

Inaugurated the Pantnagar Facility

Forged a strategic joint venture with Nichidai Corporation

Strengthened leadership by appointing a new CEO for the Auto business





Environment

95.08%

Proportion of Waste Recycled

57.29%

Proportion of the Total
Energy Consumed from
Renewable Sources

28.5%

Decrease in Water Intensity
from Base Year 2023

1.18 MT per mn/₹
Waste Intensity

0.24 tCO₂e per mn/₹
Scope 1 Intensity

1.17 tCO₂ per mn/₹
Scope 2 Intensity



People

19.75 hours

Average Training Hours per
Employee

95%

Employee Engagement
Scores

737

Training Programmes
Conducted

0.145

Lost Time Injury Frequency
Rate (LTIFR) (per one million-
person hours worked)

9.3%

Women Employees



Community

43,168

Number of CSR
Beneficiaries

₹5.76 Cr.

CSR Spend

17

CSR Programmes
Conducted



Engineering Precision for Global Industries

We are a global manufacturer of precision-forged and machined components. Built on over four decades of engineering expertise and advanced manufacturing, Sansera ('Sansera', 'The Company', or 'We') serves automotive, xEV, aerospace, defence, and industrial OEMs worldwide. Each solution is high-performance and value-added, engineered to raise the standard.



Our Vision

World-class engineering corporation that maximises stakeholder value.



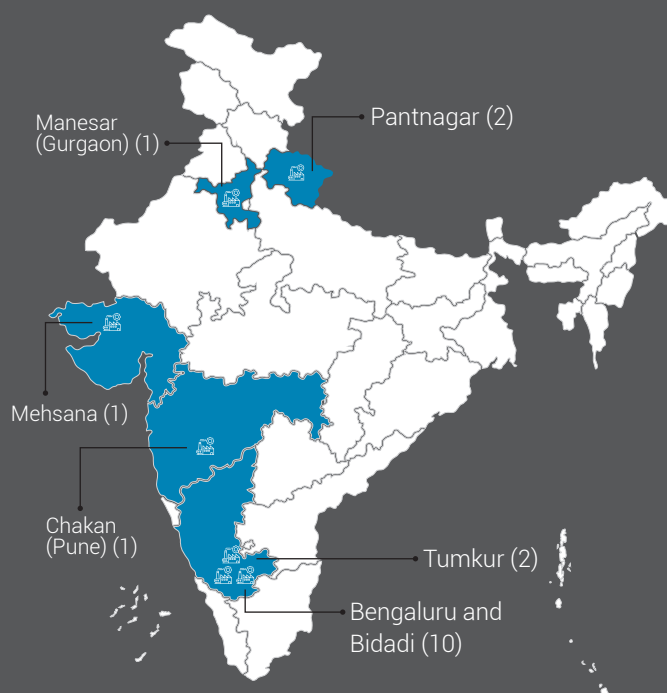
Our Mission

Building an employee-driven and socially responsible global engineering corporation using innovative methods and efficient management for lasting customer loyalty.



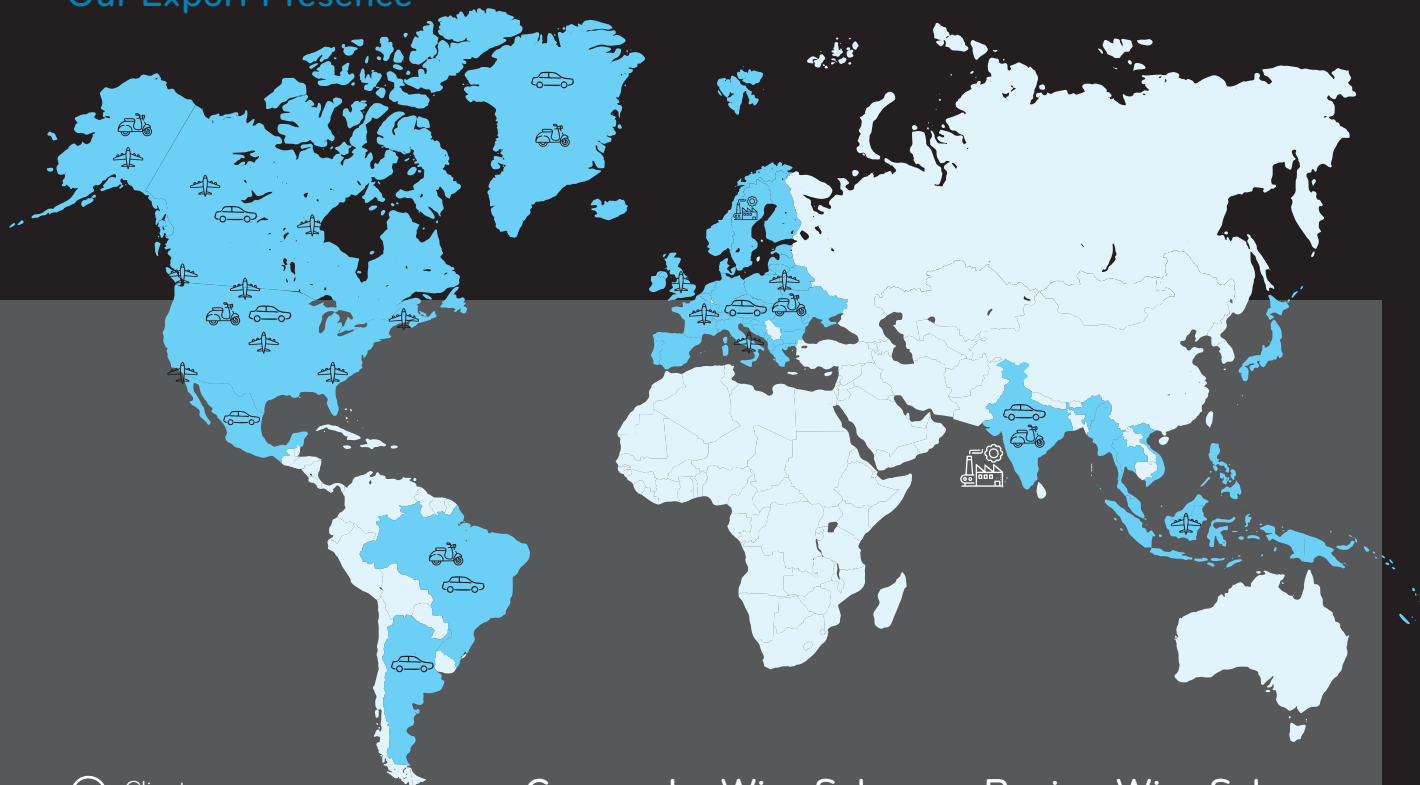
Our Values

- ▷ Customer Centric
- ▷ Respect for Individuals and Trust in Relationships
- ▷ Accountability to Stakeholders
- ▷ Teamwork
- ▷ Integrity
- ▷ Excellence and Innovation
- ▷ Environment
- ▷ Corporate Social Responsibility (CSR)
- ▷ Value for Time



Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its Directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection with its accuracy or completeness.

Our Export Presence



Client
Presence



Manufacturing
Facilities



2W OEM
Clientele



PV OEM
Clientele



Aerospace and
Semiconductor

Geography-Wise Sales

65.2%

Domestic

34.8%

International

Region-Wise Sales

65.2%

India

18.8%

Europe

9.3%

USA

6.7%

Other



Performance Engineered across Every Application

Sansera designs and manufactures highly engineered precision-forged and machined components – parts that play a critical role across a wide range of applications. By combining precision engineering with deep application knowledge, we help customers enhance performance, reliability, and operational efficiency. Our expertise extends well beyond the automotive sector into non-automotive domains such as aerospace, semiconductor fab equipment, off-road, and agricultural equipment.

Technical
Depth

Advanced
Manufacturing
Expertise

Complex and High-
Value Components
Developed



Automotive (ICE)

Decades of consistent delivery underpin our capabilities, allowing us to consistently deliver high-complexity, critical precision components to the automotive industry.

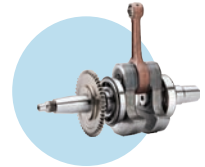
83.4%
2020-21

70.1%
2025-26

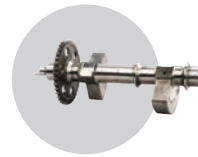
13.8%
5-Year CAGR



Connecting Rods



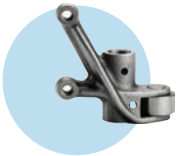
Crankshaft



Balance Shaft



Gear Shifter Fork



Rocker Arm



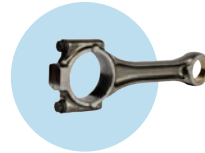
Flywheel Decomp

Two-Wheelers

Revenue Mix

39.7%
2025-26





Connecting Rod



Body Nozzle



Gear Shifter Fork



Timing Sprocket



Adapter

Passenger Vehicles

Revenue Mix

17%

2025-26



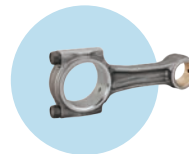
Lever Shift



Finger Follower



Housing
Shift Levers



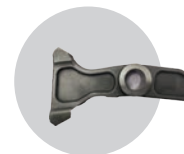
Fractured Con Rod



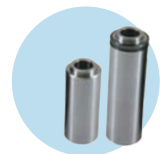
Gear
Shifter Fork



Braking Crank
Shaft



Parking Pawl



Guide Bush

Commercial Vehicles

Revenue Mix

12.7%

2025-26

Automotive (Tech-Agnostic and xEV)

Backed by deep engineering capabilities, we offer innovative and reliable solutions, built to meet the evolving demands of tech-agnostic and xEV automotive applications.

5.0%
2020-21

13.5%
2025-26

41.2%
5-Year CAGR



Drive Train
Rotor Shaft



Aluminium
Balance Rings



Gear Motor
Counter Drive



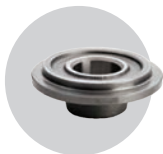
Rotor Shaft



Attachment
Lower Ball Joint



Housing Shift
Lever



Spacer Input
Gear



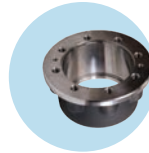
Hollow Shaft

XEV/HEV

Revenue Mix

4.8%
2025-26

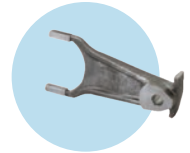




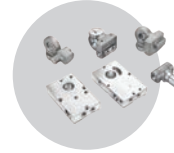
Hub



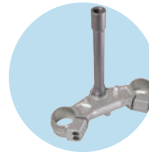
Rear Spring
Bracket



Differential
Lock Hook



Tilt Cabin Parts



Stem Comp
Steering



Foot Lever



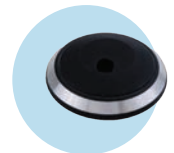
Starter Gear
Bracket



Footrest



Shift Lever



Mirror Housing

Tech Agnostic

Revenue Mix

8.7%

2025-26



Footrest Bracket



Stem Comp
Bracket



Flange



Side Stand

Non-Automotive

To stay ahead in a rapidly changing landscape, we continue to expand into new growth markets. Drawing on our deep precision-engineering capabilities, we have diversified into high-value non-automotive components serving aerospace, defence, off-road, and agricultural applications.

12.0%

2020-21

16.4%

2025-26

26.1%

5-Year CAGR



Cargo Latch
Pawl



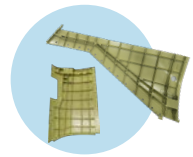
Cargo Housing



Door Beams



Avionics



Aerostructure
Tailcone



Aerostructure
End Cover



Aerostructure
Beams



Actuation
Gimbals

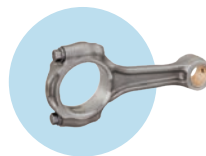
Aerospace, Defence and Semiconductor

Revenue Mix

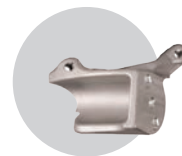
9.6%

2025-26





Connecting Rod



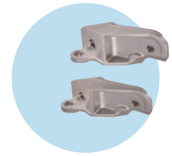
Engine Mounting
Bracket



Mounting Bracket



Adapter Hub



Bracket



Shackle

Off Road

Revenue Mix

3.2%

2025-26





Cam Shaft



Pump Barrel



Connecting Rod



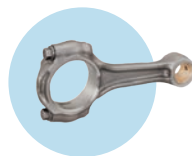
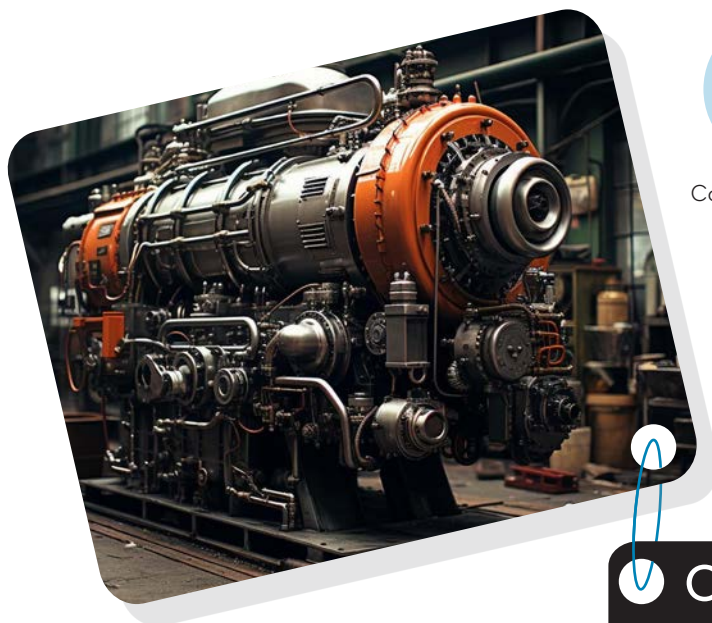
Common Rail

Agriculture

Revenue Mix

1.6%

2025-26



Connecting Rod



Crankshaft



Rocker Arm



Crankshaft



Valve Bridge

Others

Revenue Mix

2.0%

2025-26

Prestigious Clients

Building Partnerships that Power Performance

We work with some of the world's most respected enterprises, backing their ambitions with engineering solutions defined by precision, reliability, and consistency. Rooted in a deep understanding of our customers' needs, our approach goes beyond transactions. We build enduring partnerships, relationships that evolve, strengthen, and create opportunities for shared success.

Our Client Relationships in Numbers

40%

<10 Years (Continuous Addition of New Customers)

20%

10+ Years (Long-standing Relationships)

40%

20+ Years (Long-standing Relationships)

Domestic

Association with

13

Leading Electric Vehicle (EV) OEMs

Association with

23

Leading Two-wheeler OEMs

Global

Association with

16

Leading Light Vehicle (LV) OEMs

Association with

12

Leading Medium and Heavy Commercial Vehicle (MHCV) OEMs

Key partnerships with

2

Leading Global EV OEMs



Charting Four Decades of Momentum

Our progress rests on innovation, adaptability, and disciplined execution. From modest beginnings to global leadership in precision engineering, we have grown with our customers and the industries we serve. Each milestone marks another step forward in our pursuit of higher standards, deeper capabilities, and future-ready solutions.

Incorporated
by Mr. S.
Sekhar Vasan
(Founder)
1981

Inducted co-
promoters, including
Mr. F. R. Singhvi,
Mr. Unni Rajgopal,
and Mr. D. Devaraj
1990

Began supplying
machined
connecting rods
to Kirloskar
Toyota
2013

1986
Received the
first purchase
order from
Maruti Udyog
Limited

**2004-
2008**

- ▷ Commenced operations at new plants in Haryana, Maharashtra, and Uttarakhand
- ▷ Secured investment from Monsoon India Inflection Equity Fund

2014
Obtained investment from Client Ebene Limited and CVCIGP II Employee Ebene Limited



Started operations at our dedicated facility for aerospace components

2015

Commenced producing tech-agnostic aluminium-forged and machined parts

2019

2017

Acquired Mape Sweden, a European manufacturer of connecting rods for HCVs

- ▷ Began developing components for passenger vehicle (PV) braking assemblies and battery electric vehicle (BEV) drivetrain
- ▷ Secured a prestigious project for machining aircraft engine casings
- ▷ Listed on the NSE and BSE

2021

Established a new machining facility for aluminium-forged parts production

2022

2020

- ▷ Began developing suspension and drivetrain components for a leading domestic electric two-wheeler OEM
- ▷ Engineered drivetrain components for hybrid passenger vehicles (PVs) and advanced steering components for PVs
- ▷ Started developing crankshafts for braking assemblies in heavy commercial vehicles (HCVs)
- ▷ Achieved Platinum Certification for Plant 11 under the IGBC Green Factory Buildings rating programme

2023

- ▷ Completed construction of a new aerospace and defence plant, quadrupling the existing facility's capacity
- ▷ Made a strategic investment in Bengaluru-based MMRFIC Technology Private Limited
- ▷ Began construction on a dedicated machining facility at Plant 11 in Bidadi
- ▷ Secured a significant order for larger connecting rods for the non-automotive segment from a North American OEM

- ▷ Started operations at a new machining facility at Plant 11, Bidadi
- ▷ Commenced exporting EV components for PVs and CVs

2024

2025

- ▷ Started supplying components for semiconductor equipment
- ▷ Added major non-automotive export customers
- ▷ Initiated construction to expand the Pantnagar facility

- ▷ Inaugurated the Pantnagar Facility
- ▷ Entered into a strategic joint venture with Nichidai Corporation

2026

Standing apart in Precision Engineering

Our differentiated capabilities make us a compelling long-term investment in precision engineering. Deep expertise, advanced manufacturing, and a rigorous quality culture allow us to serve global automotive and non-automotive leaders. Vertical integration, strong in-house R&D, and disciplined execution deliver high complexity at scale – driving cost efficiency, durable advantage, and predictable value creation.



A Proven Legacy with a Diversified Foundation

Four decades of engineering excellence have resulted in a resilient and diversified business, supported by advanced capabilities and customer relationships that span generations of technology.

Over 4 Decades of Precision Engineering Excellence

Scale-Driven Execution Excellence

With 18 integrated manufacturing facilities and an expert engineering team, we deliver consistent, high-precision execution across complex programmes.

529+

Dedicated Engineers

Positioned for Future Growth

Strong momentum in xEV, tech-agnostic platforms, and non-automotive segments, supported by a robust order book, underpins our future-ready growth strategy.

29.9%

Sales Contribution of xEV, tech-agnostic and non-automotive segments

Automation-Led Efficiency Advantage

Our in-house machine-building and automation expertise enhances operational efficiency, optimises cost structures, and reinforces our competitive edge.

In-House

Machine Building and Automation Capabilities



Multi-Industry Reach

We serve a broad range of automotive and non-automotive sectors, offering reliable, innovation-led solutions across diverse industry verticals.

7+

Sectors Served



A Year of New Frontiers

Dear Shareholders,

The fiscal year 2025-26 has been a pivotal, record-breaking year for Sansera Engineering – a year that embodies the very spirit of our theme this year, Engineering across All Frontiers. Despite geopolitical volatility and shifting trade dynamics, we have demonstrated exceptional operational resilience and delivered our highest-ever annual performance. This achievement was driven by a decisive acceleration in our diversification strategy and a deepening of our core engineering DNA. Every facility we built, every partnership we forged, and every new capability we added expanded our horizons across geographies, sectors, and technologies.

Navigating the Global Landscape

At home, the automotive industry is experiencing a healthy recovery. Entry-level motorcycle and passenger vehicle segments are poised for strong volume expansion in the year ahead. That resurgence gives us a stable base from which to pursue more ambitious frontiers elsewhere.

Globally, the picture is more complex. Stricter Regional Value Content



requirements and a decisive shift towards localised manufacturing in North America are reshaping global supply chains, and redrawing where value must be created. Against this backdrop, our non-automotive verticals are proving to be a source of considerable strength. The aerospace order books remain at historic heights, reflecting sustained global demand. Meanwhile, the semiconductor industry is in the midst of a transformative upcycle, driven by the worldwide race to build AI infrastructure. Together, these forces reaffirm why our diversification strategy – spanning automotive, aerospace, defence, and semiconductor frontiers – has never been more relevant to our resilience and growth.

Expanding Our Frontiers

This year, we aggressively expanded our manufacturing footprint to capitalise on the structural opportunities unfolding across our industries.

At Pantnagar, we inaugurated a state-of-the-art facility spanning 2.7 Lacs sq. ft., dedicated to

high-precision crankshaft assemblies for domestic two-wheeler OEMs. This facility represents both our engineering ambition and our commitment to the region. To keep pace with our expanding order book in Aerospace, Defence, and Semiconductors (ADS), we are constructing a new 80,000 sq. ft. hangar within our aerospace division. Expected to become operational in mid-2026, it will materially expand our capacity to execute against a substantial backlog. Looking further ahead, the Board has approved the acquisition of ten acres of land near Bangalore International Airport. This strategic move is designed to accommodate the accelerated long-term growth we anticipate in our ADS segment.

Alongside these larger commitments, we established a new facility in Manesar. We are also expanding our existing operations in Pune and Pantnagar, positioning ourselves to capture regional outsourcing opportunities as they emerge. Taken together, these initiatives extend our engineering footprint into new geographies, and lay the groundwork for our next phase of growth.

A New Engineering Frontier

Among the most significant milestones of the year was our decision to enter into a 60:40 joint venture with Nichidai Corporation of Japan.

This partnership gives us specialised cold and warm forging technology, enabling high-precision, near-net shape component manufacturing that would have taken us considerably longer to develop independently. Sansera will invest ₹500 mn to expand into the driveline and steering systems segments while developing components for humanoid robotics and autonomous mobility platforms. These categories of components remain critical across both internal combustion engine (ICE) and electric vehicle (EV) platforms.

This alliance is, in many ways, a defining example of what it means to engineer across technological frontiers. It combines Japanese precision forging expertise with Sansera's manufacturing scale and market reach, creating capabilities neither partner could have built alone.



This year, we aggressively expanded our manufacturing footprint to capitalise on the structural opportunities unfolding across our industries.



Financial and Operational Performance

2025-26 was a genuine fiscal landmark, with robust growth across every key metric that matters to our shareholders.

We achieved record annual revenue of ₹34,979 mn, up 16% year-on-year – a performance that speaks to the strength of our core business and the early returns from diversification. Profitability told an even more compelling story: EBITDA grew to ₹6,321 mn, an 18.1% margin, while profit after tax surged 51% to ₹3,269 mn, a 9.3% margin. These are not incremental gains. They mark

a genuine step-change in our earnings profile.

Adjusted ROCE rose to 18.0%, up from 16.2% in the previous year, demonstrating that our capital allocation decisions – especially in ADS – are generating superior returns.

Within this performance, our ADS division emerged as the standout growth engine with annual product sales reaching ₹3,155 mn, a striking 155% increase over the prior year. Equally significant, 30% of our total revenue this year was derived from non-auto, xEV, and technology-agnostic segments. This is a proof

of our diversification strategy translating into real financial impact.

The ADS Division: Our Prime Mover

Our ADS division has established itself as the pillar of our diversification strategy – and the clearest expression of what engineering across frontiers means in practice. This year, we matured our capabilities both horizontally and vertically, developing the ability to machine components up to four metres in size on five-axis machines. That single capability opens the door to contracts of a complexity



and value we could not previously pursue. In semiconductors, we scaled rapidly as a Tier-1 supplier to global equipment manufacturers, positioning ourselves for the once-in-a-generation AI-driven chip boom that is reshaping the entire industry. Most encouraging of all, we now hold a cumulative unexecuted ADS backlog of ₹44.6 bn over the next five years – an unusual degree of multi-year revenue visibility. It is this visibility that has led us to prioritise the ADS segment for strategic capital allocation, confident that the returns will justify the investment.



Innovation and Technological Advancement

Our philosophy of ideas@work continues to drive the engineering breakthroughs that set us apart, and this year was no exception. We are strengthening our manufacturing base through a deliberate high-automation strategy, targeting an 80% robotics ratio across all new production lines. This move is designed to counter emerging labour shortages while sharpening precision and consistency across our operations.

Our strategic investment in MMRFIC progressed further this year, offering meaningful exposure to deep-technology radar and space programmes being developed under the Make in India initiative. Whether in machining, automation, or deep-tech, each effort reflects the same commitment – to engineer across the frontier of what is technologically possible.

Commitment to Environmental, Social, and Governance Practices

Sustainability is not an afterthought at Sansera. It is integral to how we build and how we operate.

Both our Bidadi plant and our aerospace division achieved IGBC Platinum Certification this year, reflecting the environmental rigour built into our newest facilities. On the social front, our new Pantnagar facility is operated by a workforce that is 65-70% women-led. We have set ourselves the long-term ambition of reaching full women employment at that site, a goal that reflects our broader commitment to inclusive growth. We also strengthened governance, appointing three new

Independent Directors to the Board, bringing fresh perspective and sharper oversight as the Company grows in scale and complexity.

Future Outlook and Strategic Vision

Our vision is to transition Sansera into a diversified global technology leader, one that continues engineering across all frontiers of geography, sector, and innovation. We are working towards a revenue milestone of ₹8,000 to 10,000 Cr. by the end of the decade. The aim is to draw 40% of that revenue from non-auto, xEV, and technology-agnostic segments by that timeline. We also stand ready to establish a machining facility in the US the moment tariff stability is confirmed. This step would further defend and grow our international order book at a time when global trade dynamics remain in flux.

Closing Remarks

To our shareholders, our customers, and the entire Sansera team – thank you for your unwavering trust through what has been a truly transformative year. Your confidence continues to fuel our pursuit of precision and excellence as we carry forward our commitment to Engineering across All Frontiers, together building a more sustainable and technologically advanced future.

Best Regards,

S. Sekhar Vasan

Chairman & Managing Director

Forging the Next Frontier Together

Our strategic partnership with Nichidai Corporation, Japan, is a defining milestone in building our future-ready manufacturing capabilities. Through a 60:40 joint venture, we are combining Sansera's strengths in high-volume precision manufacturing with Nichidai's globally recognised expertise in advanced tooling, dies, and precision forging technologies. This move brings together two engineering legacies with a shared vision for the future.

This is more than a technology collaboration. The joint venture (JV) is a platform for expanding our capabilities into next-generation, technology-agnostic applications. It reinforces our ability to serve fast-evolving mobility and industrial markets across both ICE and EV ecosystems, while unlocking new opportunities in new engineering domains.

Building Capabilities in Advanced Precision Forging

Through the JV, we gain specialised cold and warm forging technologies that materially deepen our manufacturing portfolio. These processes help produce near-net shape components with exceptional dimensional accuracy, improved material utilisation, and superior structural properties. By minimising downstream machining, they improve manufacturing efficiency while supporting increasingly complex engineering applications.

Expanding into High-Value Engineering Applications

Leveraging Nichidai's decades of technological expertise, we are expanding our capabilities into precision-forged and machined components across a broader range of applications, including driveline and steering systems. This partnership strengthens our manufacturing capabilities, broadens our product portfolio, and positions us well to achieve our long-term growth objectives.



Strengthening Our Competitive Advantage

The Joint Venture enhances our long-term growth strategy by enabling us to:

- ▷ Diversify beyond conventional automotive applications into technology-driven sectors
- ▷ Access global OEM opportunities across Japan, Korea, and other East Asian markets

- ▷ Deliver high-value precision components with stronger margin potential
- ▷ Accelerate product development through Nichidai's proven tooling and die-design capabilities
- ▷ Expand our addressable market with solutions that remain relevant across evolving mobility technologies

Executing the Next Phase

Sansera will hold a 60% equity stake, backed by an investment of approximately ₹500 mn deployed over two years. A dedicated manufacturing facility is currently under development, with equipment installation planned through 2026-27. Following customer validation and sample approvals, commercial production is expected to commence during the second half of 2026-27, laying a strong foundation for enduring growth.



Engineering Value at Every Stage

Value Creation Model — KPIs

▶ Financial Capital Disciplined capital management and a robust business model underpin balance sheet strength and long-term growth.	▶ Total equity: ₹31,075 mn ▶ Net borrowings: ₹604 mn ▶ Strong order book: ₹19.2 bn
▶ Manufactured Capital By scaling capacity and optimising resources, we deliver superior products through a streamlined supply chain.	▶ State-of-the-art manufacturing facilities: 18 ▶ Capex: ₹5,097 mn
▶ Intellectual Capital Proprietary capabilities and sharp market intelligence let us innovate ahead of the curve to create superior customer value.	In-house machine-building capability for customised robotic production lines and tooling
▶ Human Capital The expertise, commitment, and passion of our people are at the heart of every objective we achieve.	▶ Total employees: 12,371 ▶ Salaries, wages, and benefits: ₹4,841.5 mn ▶ Training expenses: ₹21.2 mn
▶ Social and Relationship Capital Strong stakeholder and community relationships underpin our social responsibility, building trust, operational effectiveness, and reputational strength.	▶ CSR spending: ₹57.6 mn ▶ % of supplier assessed on ESG: 65%
▶ Natural Capital Efficient resource utilisation and waste reduction underpin our approach to value-added production.	▶ Energy intensity: 20.60 GJ/Mn INR ▶ Water consumed: 2,19,291.16 m³ ▶ Water intensity: 6.27 KL/mn ₹ ▶ Waste generated: 41,328.34 MT ▶ Waste intensity: 1.18 MT/mn ₹

Value Creation Approach

Vision

World-class engineering corporation that maximises stakeholder value.



Mission

Building an employee-driven and socially responsible global engineering corporation using innovative methods and efficient management for lasting customer loyalty.



We create value by weaving innovation, engineering precision, and sustainability into every aspect of our operations. Our disciplined approach to execution transforms strategy into impact – strengthening resilience, driving consistent growth, and creating lasting value for every stakeholder connected to our journey.



Values

- ▷ Customer Centric
- ▷ Respect for Individuals & Trust in Relationships
- ▷ Accountability to Stakeholders
- ▷ Teamwork
- ▷ Integrity
- ▷ Excellence & Innovation
- ▷ Environment
- ▷ Corporate Social Responsibility
- ▷ Value for Time



KPIs

- ▷ Revenue: ₹34,979 mn
- ▷ PAT: ₹3,269 mn
- ▷ Return on equity: 11.1%

SDG's

8

Scalable, efficient and high-quality production with faster deployment of customised automation solutions.

8 9 12

Faster automation deployment with reduced dependence on external equipment suppliers.

9 12

- ▷ Employee satisfaction score: 75%

8 10

- ▷ Lives impacted: 43,168

8 10

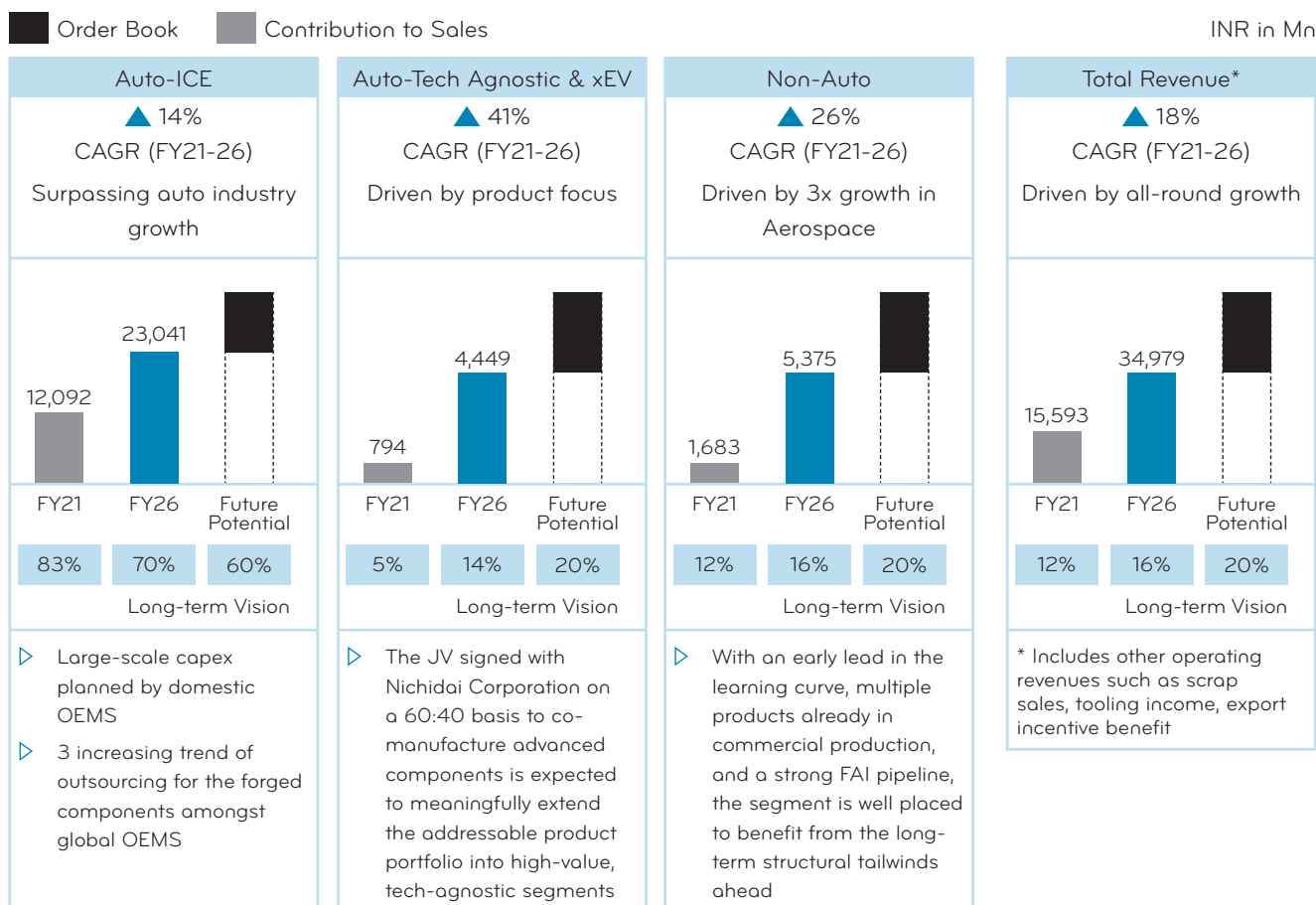
- ▷ Energy consumed from Renewable Sources: 57.29%
- ▷ Electricity consumed from Renewable Sources at the Group Level: 66.57%
- ▷ % of reduction in water Intensity since base year 2023: 28.5%
- ▷ % of reduction waste intensity since base year 2023: 2.3%

7 12 13

Engineering Growth on Every Front

Our strategy centres on sustainable, innovation-led growth across a deliberately diversified portfolio. By embedding advanced technologies into our operations, we continuously sharpen capabilities and stay agile in a fast-moving marketplace. Expansion into high-growth non-automotive segments, backed by sustained R&D investments, strengthens the foundation of our long-term growth agenda.

Long-Term Growth Potential across End Markets



Fuelling Growth through Capacity Building

Key Highlights

- ▶ Commissioned the Pantnagar facility to manufacture crankshaft assemblies for the domestic two-wheeler market
- ▶ Advanced construction of an 80,000 sq. ft. Aerospace hangar to support a rapidly expanding order backlog
- ▶ Enhanced capacity utilisation at our Swedish subsidiary to support large-engine connecting rod programmes for marine and heavy-duty truck applications

Way Forward

- ▶ Sustain annual capital expenditure of around ₹5 bn to expand ICE, Aerospace & Defence, and forging capabilities
- ▶ Operationalise and progressively ramp up the new Aerospace facility to fulfil the substantial unexecuted order backlog
- ▶ Leverage the Manesar and Pantnagar facilities to capture further outsourcing opportunities from leading Indian automotive OEMs

Leveraging Opportunity in Emerging Auto Technologies

Key Highlights

- ▶ Strengthened our position in next-generation hybrid platforms through strategic programmes with a leading global Japanese OEM
- ▶ Entered the energy storage solutions segment, securing a significant annual business order from a leading North American EV player
- ▶ Delivered robust growth in the tech-agnostic and xEV portfolio, achieving record quarterly revenues during 2025-26
- ▶ Widened our EV portfolio, supplying precision-engineered components to leading domestic electric mobility manufacturers

Way Forward

- ▶ Accelerate order acquisition across aluminium forging and tech-agnostic components as production stabilises
- ▶ Deepen engagement with leading domestic OEMs to increase component content across future hybrid and EV platforms





Amplifying Efficiency through Digitisation and Innovation

Key Highlights

- ▷ Deployed advanced automation and IoT-enabled manufacturing systems at the new Pantnagar facility, run by a predominantly women-led workforce
- ▷ Strengthened operational resilience through in-house machine-building capabilities and rapid deployment of robotic manufacturing lines



Way Forward

- ▷ Increase automation across new production lines to lift productivity and optimise manpower deployment
- ▷ Expand advanced machining capabilities to manufacture larger, more complex aerospace structural and rotating components



Bolstering Prospects through Strategic Investments

Key Highlights

- ▶ Formed a strategic JV with Nichidai Corporation, Japan, bringing advanced cold and warm forging technologies
- ▶ Increased investment in MMRFIC, deepening our participation in India's defence, radar, and space technology ecosystem
- ▶ Expanded the global sales network across the US, Japan, and Korea to strengthen customer acquisition and market penetration

Way Forward

- ▶ Operationalise the Nichidai JV and commence commercial production during the second half of 2026-27
- ▶ Evaluate and establish a US manufacturing footprint to support large-scale North American programmes, subject to favourable conditions

Future-Proofing Business with Strategic Diversification

Key Highlights

- ▶ Aerospace and Defence emerged as a key growth driver, delivering exceptional year-on-year revenue growth
- ▶ Expanded into the semiconductor equipment industry as a Tier-1 supplier, capitalising on increasing global demand
- ▶ Further diversified the revenue mix, with non-automotive and emerging technology businesses contributing a markedly higher share

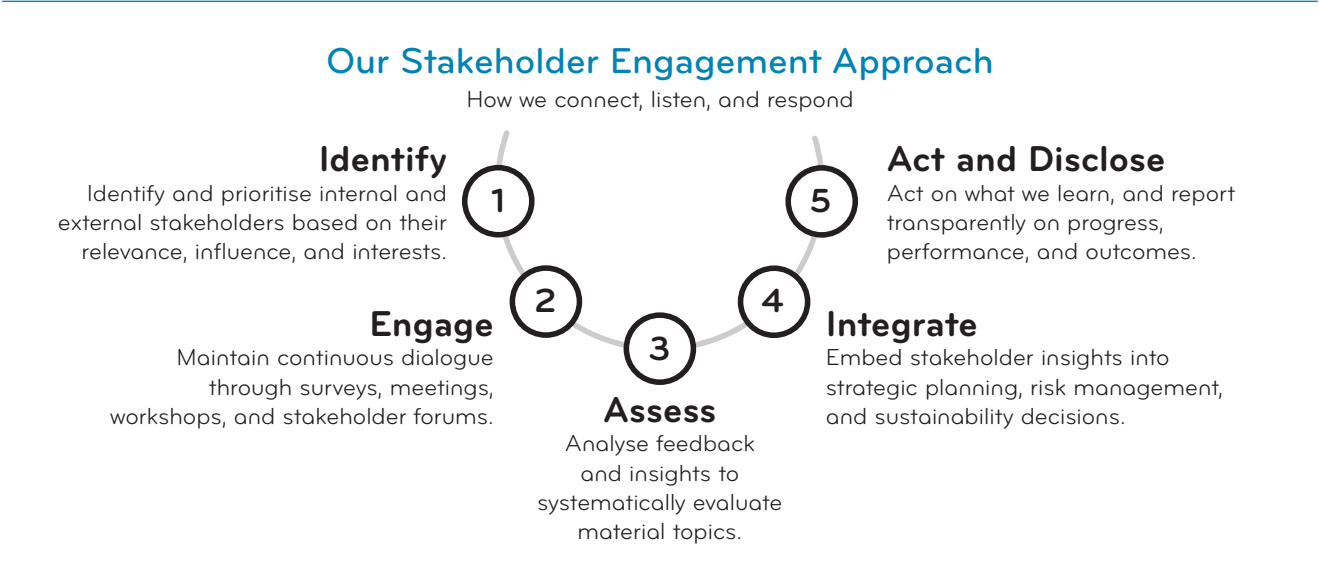
Way Forward

- ▶ Progress towards the long-term objective of deriving 40% of revenues from non-automotive, xEV, and technology-agnostic businesses
- ▶ Expand customer engagement across the global semiconductor ecosystem, supported by India's semiconductor manufacturing initiatives
- ▶ Deepen aerospace capabilities by expanding into high-value rotating engine components and specialised advanced materials



Building Enduring Partnerships

Meaningful engagement with our stakeholders underpins everything we do. Through continuous dialogue and close collaboration, we align their expectations with our strategic priorities. This deliberate, relationship-led approach deepens trust, sparks innovation, and builds partnerships that create lasting, shared value.



Employees

Enablers of Innovation, Culture, and Continuity

Why They Matter	What They Expect	How We Engage	What We Deliver Today	How We Evolve
Our employees are the engine of innovation and execution. Their skills, collaboration, and commitment shape our resilience, our responsiveness, and our long-term growth.	A workplace that offers growth opportunities, learning, psychological safety, and an environment where diversity and merit thrive.	- Direct dialogue with leadership through periodic CEO and senior management interactions - Structured performance and feedback systems - Digital platforms for issue resolution, grievances, and integrity reporting - Health, wellness, and recognition programmes supported by virtual engagement initiatives	- Regular leadership connect sessions and open-door access - Structured skill development and career progression programmes - Strong focus on safety, human rights, and employee well-being - Inclusive policies supporting diversity, equity, and local employment opportunities	- AI-enabled personalised career and learning journeys - Expanded mental health and well-being support systems - Advanced analytics to enhance engagement, retention, and satisfaction

Partners and Suppliers

Strengthening Operations through Trust and Collaboration

Why They Matter	What They Expect	How We Engage	What We Deliver Today	How We Evolve
Partners and suppliers are critical to operational continuity, quality assurance, and scalability. Their reliability directly impacts efficiency and, in turn, customer outcomes.	Transparent processes, predictable engagement, and opportunities to innovate and grow alongside the organisation.	▶ Continuous operational and performance reviews ▶ Structured supplier forums and annual category-specific meetings ▶ Digital supplier portals enabling ▶ SAP Ariba Supplier Lifecycle and Performance	▶ Collaborative audit and compliance processes ▶ Knowledge-sharing and capability-building initiatives ▶ Performance monitoring through supplier assessments	▶ Blockchain-enabled supply chain traceability ▶ Co-development of sustainable products and solutions ▶ Deeper digital integration and data exchange ▶ Proactive contingency planning to manage supply disruptions

Media

Building Credibility through Transparency

Why They Matter	What They Expect	How We Engage	What We Deliver Today	How We Evolve
The media acts as a bridge between the Company and the public, shaping perception and trust through accurate, timely information.	Access to credible information, leadership insights, and clarity on organisational impact and performance.	▶ Leadership interviews, press briefings, and conferences ▶ Ongoing, equitable, and transparent communication	▶ Regular press releases and curated media kits ▶ Access to senior spokespeople ▶ Timely responses to media queries and requests	▶ Stronger digital and social media engagement ▶ Proactive crisis communication frameworks ▶ Data-led storytelling to reinforce transparency

Investors and Shareholders

Partners in Long-Term Value Creation

Why They Matter	What They Expect	How We Engage	What We Deliver Today	How We Evolve
Investor confidence provides the capital base that funds our growth, innovation, and long-term financial stability.	Sustainable returns, strong governance, disciplined capital allocation, and credible ESG integration.	▶ Annual General Meetings ▶ Integrated and transparent reporting	▶ Focused profitability and cost optimisation initiatives ▶ Strong governance and compliance frameworks ▶ Disciplined growth strategies aligned to long-term value creation	▶ Increased investments in green and sustainable technologies ▶ Enhanced ESG disclosures and reporting quality



Corporate
Overview



Statutory
Reports



Financial
Statements

Customers

Co-creators of Excellence and Innovation

Why They Matter

Customers guide our innovation agenda and drive continuous improvement across products, services, and processes.

What They Expect

Uncompromising quality, on-time delivery, and cost competitiveness across the programme lifecycle. Early engineering involvement, transparent capacity commitments, and rapid response, ESG requirement adherence when issues arise.

How We Engage

- ▷ Structured programme reviews across the product lifecycle, from RFQ to serial production
- ▷ Dedicated key account and resident engineering teams embedded with major OEMs
- ▷ Regular technical reviews, plant audits, and customer quality assessments

What We Deliver Today

- ▷ Co-development and design-for-manufacture support from concept through validation
- ▷ Robust APQP and PPAP practices with strong operational discipline, supported by IATF 16949, ISO 14001, ISO 45001, and ISO 50001 certifications
- ▷ Escalation protocols with defined response times and structured root-cause analysis
- ▷ Vertically integrated forging and machining that shortens lead times and secures supply

How We Evolve

- ▷ Deeper co-development on hybrid, xEV, and technology-agnostic platforms
- ▷ Digital quality traceability from forging through despatch
- ▷ Predictive analytics to anticipate quality deviations before they reach the customer
- ▷ Expanded near-market capacity to meet localisation and regional value content requirements

SANSERA
ideas@work

Communities

Advancing Shared Growth and Social Impact

Why They Matter	What They Expect	How We Engage	What We Deliver Today	How We Evolve
Strong communities create the stable, inclusive environment on which sustainable business and social progress both depend.	Meaningful development initiatives that address local needs and improve quality of life.	▷ Partnerships with local organisations and institutions ▷ Awareness campaigns, community events, and regular updates	▷ Livelihood and skill development programmes ▷ Health initiatives including camps and blood donation drives ▷ Environmental conservation projects focused on water and soil ▷ Infrastructure and employment generation initiatives	▷ Smart community development projects ▷ Greater adoption of renewable energy solutions ▷ Expansion of digital literacy programmes ▷ Deeper collaborations aligned with Sustainable Development Goals



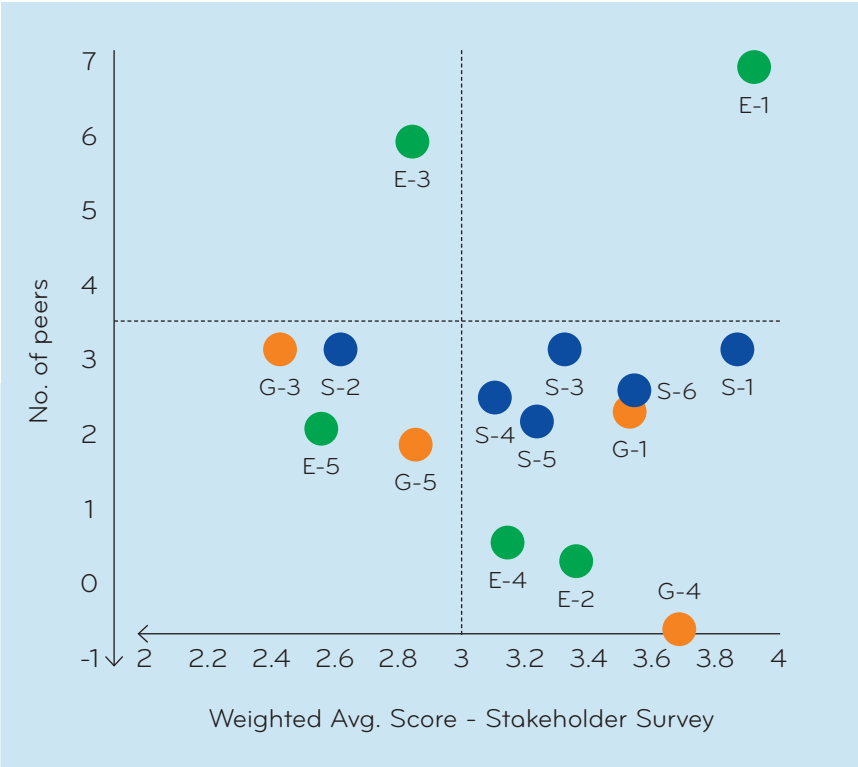
Identifying Where Impact Matters Most

Our approach to sustainability begins with a rigorous materiality assessment, one that sharpens our focus on the ESG priorities most critical to our business and stakeholders. This structured evaluation separates what truly matters from what merely registers, surfacing the issues that shape our operations, risk profile, and long-term value creation.

By weighing the impact and relevance of each ESG theme, we align our strategic choices with stakeholder expectations while reinforcing core business objectives. The insights that emerge guide better decisions, strengthen our sustainability agenda, and keep us agile in an increasingly dynamic global environment.



Materiality Assessment Matrix



Environment

- Emissions Reduction (E-1)
- Waste Management (E-2)
- Energy Management (E-3)
- Water Management (E-4)
- Resource Management (E-5)

Social

- Occupational Health & Safety (S-1)
- Diversity, Equity & Inclusion (S-2)
- Product Responsibility (S-3)
- Training & Skill Development (S-4)
- Stakeholder Management (S-5)
- Human Rights (S-6)

Governance

- Information Security (G-1)
- Sustainable Supply Chain (G-2)
- Ethics & Compliance (G-3)
- Risk Management (G-4)
- Technology and Innovation (G-5)

Governing with Integrity and Intent

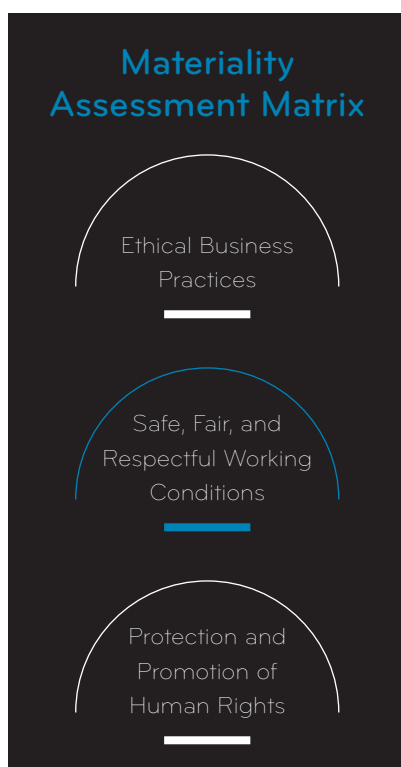
At the heart of our governance philosophy lies a commitment to equity, openness, accountability, and trust. These principles shape how we govern Sansera and how we build enduring relationships with employees, partners, customers, and communities. They guide our decisions, reinforce our culture of responsible leadership, and underpin the confidence that our stakeholders place in us.

To institutionalise these values, we have established a robust Code of Conduct applicable to Directors, officers, employees, subsidiaries, and associates alike. Supported by clearly defined reporting and redressal mechanisms, the framework ensures that ethical concerns are heard transparently, promptly, and raised without fear of retaliation.

A Unified Code with a Shared Commitment

Our Code of Conduct sets a consistent standard of behaviour across the organisation, reinforcing a culture of accountability and ethical excellence. Transparency remains central to that culture, upheld through timely and accurate disclosures of our financial performance and governance practices.

Our commitment reaches beyond compliance, extending to responsible and sustainable operations across the value chain. By embedding sustainability into our business decisions, we affirm a simple belief – that long-term value and ethical conduct are inseparable.



Governance Policies that Strengthen Accountability

A comprehensive suite of policies reinforces our governance framework, promoting responsible conduct, safeguarding stakeholder interests, and ensuring regulatory alignment:

ESG Policy	Grievance Redressal Policy	Corporate Social Responsibility Policy
Quality Policy	Environmental Management System Policy	Occupational, Health and Safety Policy
Energy Policy	Sustainable Procurement Policy	Responsible Sourcing Policy
Anti-Bribery Policy	Whistleblower Policy	Prevention of Sexual Harassment (POSH) Policy

Fostering Integrity across the Organisation

We treat governance as a living system, one that evolves with our business and with what our stakeholders expect of us. Our approach rests on inclusivity, transparent dialogue, zero tolerance for unethical behaviour, and respect for human dignity. Through strong policies, ethical leadership, and a people-centric mindset, we continue to build a workplace culture defined by safety, fairness, and accountability – the foundation of enduring, responsible growth.

Board of Directors



Mr. S. Sekhar Vasan
Chairman & Managing Director

Mr. Vasan has been part of the Sansera journey since inception, bringing over four decades of experience in precision manufacturing. He holds a Bachelor of Technology from IIT Madras and a PGDM from IIM Bengaluru.



Mr. F. R. Singhvi
Joint Managing Director

Mr. Fatheraj Singhvi is the Joint Managing Director of the Company. He brings over 44 years of professional and industry leadership experience in finance, audit, and strategic matters across the Automotive and Non-Automotive sectors. He is a Chartered Accountant and a member of the Institute of Chartered Accountants of India. He was earlier a Senior Partner at M/s. Singhvi, Dev & Unni till 2006.

Child Labour Policy

Forced Labour Policy

Sansera Business Ethics,
Working Conditions and
Human Rights Policy

ISMS Policy – ISO 27001

Biodiversity Policy

Climate Policy

Risk Management Policy

Fair Business Advertising and
Competition Policy

Business Continuity Policy

Recruitment Policy

Conflict Mineral Policy

Nomination Remuneration Policy

Employee Engagement Policy



Mr. B. R. Preetham

Executive Director & Group CEO

Mr. Preetham provides strategic leadership across all business verticals, including supplier partnerships, and has been central to steering the Company's growth and transformation. With over 34 years of industry experience, he brings deep operational insight and a forward-looking perspective. He holds a Bachelor of Engineering degree from Bengaluru University.



Mr. Hari Krishnan

Additional Executive Director & CEO – ADS Division

Mr. Hari joined the Board as Additional Executive Director & CEO – ADS Division on August 12, 2026. He brings over 30 years of leadership experience in the forging and auto components industry, with a proven track record in business growth, operational excellence, and strategic leadership. He holds a B.E (Hons) in Mechanical Engineering from Birla Institute of Technology and Science, Pilani. Prior to joining us, he held key leadership roles in renowned organisations like CIE Automotive India Limited (Bill Forge & Forging Division) as CEO, Joint Managing Director of Bill Forge Private Limited and Director in Apten Forgings Private Limited.



Mr. Samir Inamdar

Non-Executive Independent Director

Mr. Inamdar holds a Bachelor's degree in Mechanical Engineering from Mumbai University and a PGDM from IIM, Calcutta. He brings extensive leadership experience across global and Indian organisations, having served as President & CEO of GE Consumer & Industrial, South Asia, and as Managing Director & CEO of Tyco Electronics, South Asia. He spent over 16 years earlier in his career in the automotive sector with companies such as Maruti and Tata Motors.



Mr. Lakshminarayan Muthuswami

Non-Executive Independent Director

Mr. Muthuswami Lakshminarayan is a Non-Executive, Independent Director of the Company. He holds a Master's degree in technology from Indian Institute of Technology, Bombay. He spent over 21 years at Bosch Limited and over seven years at Harman International (India) Private Limited in the capacities of Managing Director, Country Manager, India and Advisory Chairman.



Ms. Revathy Ashok

Non-Executive Independent Director

Ms. Revathy holds a Postgraduate Diploma in Management with a specialisation in Habitat and Environmental Studies from the Indian Institute of Management, Bengaluru, where she won the Faculty Medal for outstanding academic performance in the discipline. She brings deep financial and strategic leadership, having worked with Tishman Speyer India Private Limited and having served as the Chief Financial Officer of Syntel Inc.



Mr. Deepak Keshav Ghaisas

Non-Executive Independent Director

Mr. Deepak joined our Board on May 20, 2026 and is a distinguished Indian entrepreneur and investor with a notable career spanning the software, biotechnology and venture capital sectors. He began his journey in the software industry in 1987 and joined I-flex Solutions Limited in 1993 as the Chief Financial Officer (CFO) for global operations. In 1997, he expanded his role to become the Chief Executive Officer (CEO) of India operations while continuing as CFO and eventually served as Director and Vice Chairman of the Company.

Mr. Deepak currently serves as Chairman of Gencoval Strategic Services, focusing on strategic development and innovation in healthcare and biotech industries. He holds several prominent positions in governance and institutional leadership.

He is the Chairman of the Board of Governors at the Indian Institute of Information Technology, Design and Manufacturing (IIITDM) Jabalpur and Chairperson at IIIT Nagpur. He also serves as the Chairperson of Mindspace Business Parks REIT and has previously held Directorships at Shoppers Stop Limited and The Ugar Sugar Works Limited. Additionally, he was a Member of the Board of Governors at IIT Kanpur from 2018 to 2024. A commerce graduate, Mr. Deepak is a Fellow of the Institute of Chartered Accountants of India (ICAI), the Institute of Cost and Works Accountants of India (ICWA), and the Institute of Company Secretaries of India (FCS).



Ms. Radhika Govind Rajan

Non-Executive Independent Director

Ms. Radhika joined our Board on May 20, 2026 and is an Executive Vice President at DSP Investment Private Limited, the Family Office of Hemendra Kothari in Mumbai. She manages the investments of this family office and has been with the group since July 2011. Her special focus is Private Equity and Venture investments for the Family Office. She has over 40 years of experience in the financial markets, in New York till 2011, and in Mumbai, India since then. Ms. Radhika has focused on India as an investment destination since 1999, when she made a brief foray into the IT sector, as one of the earliest team members of Mphasis. She was with the TCG Group in New York setting up an Indian Equities Hedge Fund and advising TCG and several other private equity groups on US start-ups and proposed investments in the US-India corridor. Prior to 1999, Ms. Radhika worked as a global-macro proprietary trader at different large financial institutions like JP Morgan (formerly Chemical Bank), Itochu, UBS, Bank of America and Bank of Montreal. She holds an MSc degree from the Indian Institute of Technology, Bombay and holds an MBA equivalent degree from India's top-ranked business school, the Indian Institute of Management, Ahmedabad.



Mr. Venkatram Mamillapalle

Non-Executive Independent Director

Mr. Venkatram joined our Board on May 20, 2026 and is a Mechanical Engineering graduate from RVS College of Engineering, Madurai Kamaraj University. He brings nearly 32 years of international and multi-cultural experience in the global automotive industry, with deep expertise in procurement and global sourcing, supply chain and logistics, material management, project management, quality assurance and business development, including experience in setting up departments and processes from inception. Most recently, Mr. Venkatram served as Chief Executive Officer & Managing Director of Renault India Private Limited, from which position he has retired. Prior to the Renault group, he held senior leadership positions at Tata Motors India, and at General Motors in India and Korea. Managing global supply chain crisis response, including during the 2011 Japan earthquake and tsunami, for which he was recognised for his crisis management.

Compounding Strengths for Enduring Value

Financial sustainability rests on careful planning and disciplined execution. By scaling selectively in high-potential markets and aligning capital with strategic priorities, we balance growth with efficiency. This measured approach sharpens operational performance, reinforces the balance sheet, and delivers long-term value to our stakeholders.



SDGs Involved



Stakeholders Involved

- ▷ Employees
- ▷ Shareholders
- ▷ Customers
- ▷ Suppliers
- ▷ Community

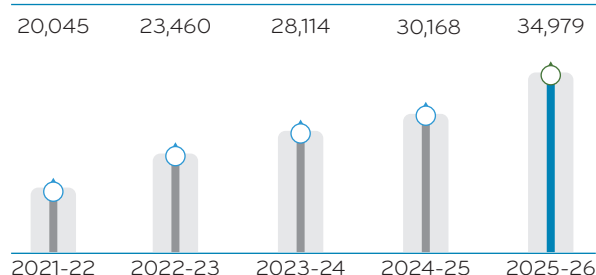
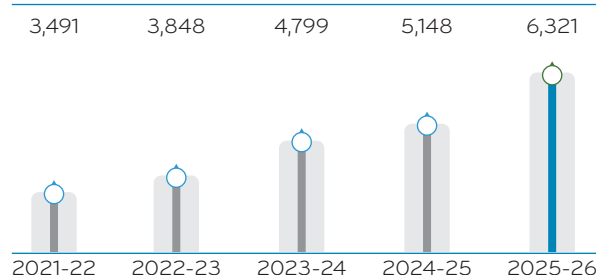
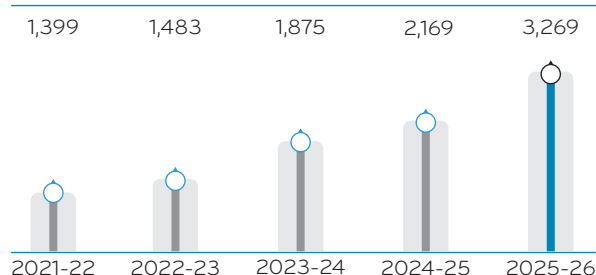
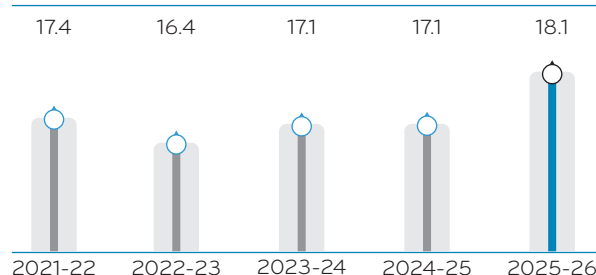
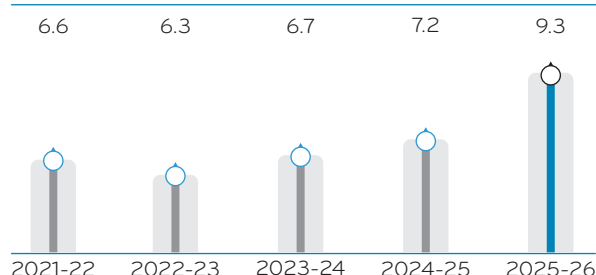
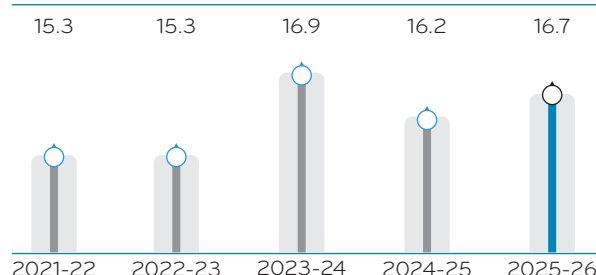
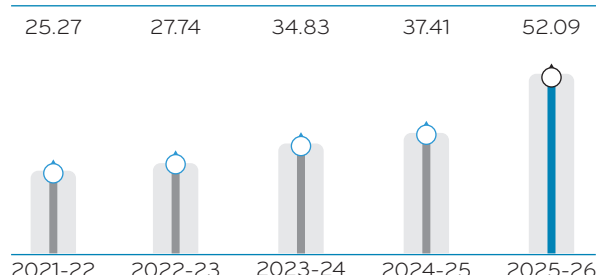
Key Highlights of 2025-26

₹34,979 mn
Revenue from Operations

18.1%
EBITDA Margin

16.7%
Return on Capital Employed



Revenue from Operations (₹ in mn)

EBITDA (₹ in mn)

Net Profit (₹ in mn)

EBITDA Margin (%)

PAT Margin (%)

Return on Capital Employed (₹ in mn)

EPS (₹)


Recording Strong Financial Growth

2025-26 marked another milestone in our journey as we delivered our strongest-ever financial performance while holding on to the financial discipline that has long underpinned our growth. We achieved our highest annual revenue of ₹34,979 mn, up 16% year-on-year, while EBITDA grew 23% to ₹6,321 mn and margins expanded to 18.1%. Profit After Tax rose by 51% to ₹3,269 mn, reflecting operational excellence, a favourable business mix, and consistent execution across a diversified portfolio.

Our focus on capital efficiency translated into stronger returns, with Adjusted ROCE improving to 18.0% and ROE rising to 11.1%.

Disciplined Capital Allocation for Future Growth

Our capital allocation philosophy is focused – invest in the businesses and technologies that sharpen our competitive edge and broaden our revenue base.

During 2025-26, we invested ₹5,097 mn in capital expenditure and intend to maintain a similar investment level in 2026-27. Our investments are increasingly directed towards high-growth, technology-led segments. These include ADS, along with xEV and other technology-agnostic businesses, supporting our long-term ambition of generating 40% of our revenue from these future-ready segments. To execute our expanding ₹44.6 bn ADS order backlog, we are investing in a new 80,000 sq. ft. hangar and acquiring additional land near Bengaluru International Airport. We are also increasing our stake in MMRFC, strengthening our presence in deep-tech radar and space programmes.



Corporate
Overview



Statutory
Reports



Financial
Statements

Manufactured Capital

Precision Engineered at Greater Scale

Our manufacturing ecosystem evolves continuously to support larger opportunities, higher-value products, and the changing needs of global customers. Through the year, we fortified our footprint through strategic capacity additions, advanced automation, and technology-led manufacturing capabilities. We did this while maintaining our facilities at the highest standards of quality, sustainability, and operational excellence.



SDGs Involved



Stakeholders Involved

- ▷ Shareholders
- ▷ Suppliers

Key Highlights of 2025-26

18

Total Manufacturing Facilities

₹5,097 mn

Capital Expenditure

Strengthening Our Manufacturing Footprint

We continued expanding our production network to support growth across our automotive and ADS businesses.

- ▷ Commissioned the ~2.7 Lacs sq. ft., state-of-the-art Pantnagar facility, dedicated to manufacturing crankshaft assemblies for the domestic two-wheeler segment. The facility features IoT-enabled automation that lifts productivity, quality, and manufacturing efficiency
- ▷ Accelerated our ADS expansion through a new 80,000 sq. ft. hangar, scheduled to become operational during 2026-27, significantly augmenting aerospace manufacturing capacity
- ▷ Established a new manufacturing hub in Manesar through a long-term lease to cater to passenger vehicle and two-wheeler components, while simultaneously expanding our existing Pune operations
- ▷ Secured Board approval for the acquisition of 10 acres of land near Bengaluru International Airport, creating a strategic base for the next phase of growth in our ADS business
- ▷ Continued to leverage our Sweden facility as a specialised manufacturing hub for large-engine connecting rods, serving marine and heavy-duty commercial vehicle applications

Building Capacity for Sustained Growth

Our manufacturing investments are aligned with the strong demand outlook across both our core automotive and emerging ADS businesses.

- ▷ We continue to expand machining capacity at our existing manufacturing facility, supported by a planned capex of ₹2,500 mn over the next few years towards buildings, machinery and advanced manufacturing infrastructure
- ▷ Our 1,40,000 sq. ft. ADS manufacturing facility, with dedicated capacity for Aerospace, Semiconductor and Defence programmes, is supporting production scale-up and execution of a robust ₹44,638 mn cumulative order backlog, executable over approximately five years
- ▷ We are strengthening our manufacturing capabilities through the commissioning of an in-house surface treatment facility, enabling production of larger, more complex structural components while enhancing vertical integration and value addition

Embedding Sustainability into Manufacturing

Sustainability is integral to how we manufacture. During the year, both our Bidadi Plant and Aerospace Division earned IGBC Platinum Certification – a mark of our commitment to building environmentally responsible, energy-efficient, and future-ready facilities.



Powering Progress through Insight

Our intellectual capital is the edge that sets us apart, letting us design and deliver advanced, high-precision solutions across industries. By deepening domain expertise, investing consistently in research and development, and forging the right collaborations, we accelerate innovation and expand further into emerging, future-focused sectors.



SDGs Involved



Stakeholders Involved

- ▶ Customers
- ▶ Suppliers



Pushing the Frontiers of Precision Engineering

We keep redrawing the limits of what precision manufacturing can do, mastering the industry's most demanding machining applications. During the year, we demonstrated first-time-right machining of aircraft engine – among the most complex rotating components in all of aerospace engineering. This achievement is a genuine technological milestone and it opens the door to a far broader portfolio of high-value engine programmes worldwide.

Our advanced 5-axis machining capabilities have also expanded significantly. We can now manufacture components of up to 4 metres, compared with ~1.5 metres before. This capability enables us to support increasingly sophisticated structural and engine components for leading global aerospace OEMs, a capability once beyond our reach.

Complementing this is deep expertise in the materials that matter most: aluminium, titanium, stainless steel, and Inconel, each meeting the stringent requirements of mission-critical applications.

Innovation Engineered In-House

Innovation at Sansera extends beyond products themselves, into the way we make them. Our dedicated in-house machine-building facility designs customised robotic production lines and specialised tooling. This capability allows us to deploy automation solutions at speed, while significantly reducing dependence on external equipment suppliers.

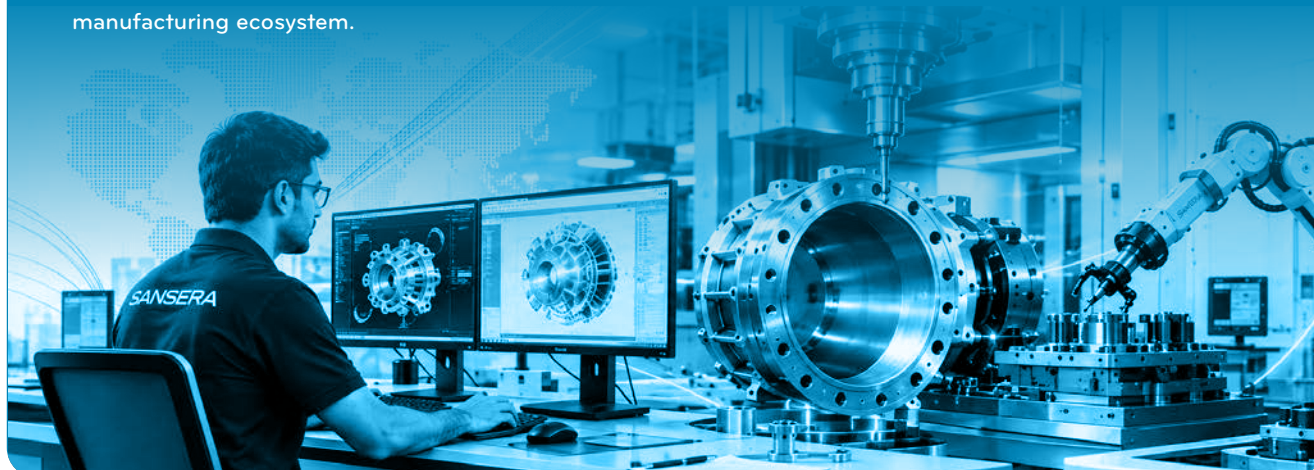
We aim to incorporate nearly 80% robotics, integrated with IoT-enabled analytics that sharpen process visibility, predictive maintenance, and operational efficiency. Together, these are creating manufacturing ecosystems that are smarter, better connected, and capable of far higher productivity and quality.

We also strengthened the innovation pipeline itself, appointing a Chief Technology Officer with over 26 years of expertise in advanced powertrain and transmission systems.

80%
Robotics Deployment on
New Production Lines

Expanding Knowledge through Strategic Partnerships

Our technology partnerships continue to enhance our engineering capabilities and accelerate innovation. Through our JV with Nichidai Corporation, we have acquired advanced cold and warm forging technologies. These enable us to produce high-precision near-net-shape components for driveline and steering systems, improving manufacturing efficiency and enhancing dimensional accuracy and material utilisation. Our strategic investment in MMRFIC reinforces our position in deep-tech, providing us access to advanced radar technologies for defence, aerospace, space, and autonomous mobility applications. These collaborations support indigenous capability development while contributing to India's growing high-technology manufacturing ecosystem.



Shaping the Workplace of Tomorrow

Our people drive every measure of our precision engineering excellence and lasting success. By investing in continuous learning, targeted upskilling, and clear career paths to progress, we equip our teams with the capabilities needed to adapt, innovate, and perform. The result is a resilient, future-ready workforce that moves in step with a changing industry.



SDGs Involved



Stakeholders Involved

▷ Employees

Key Highlights of 2025-26

9.3%
Women Employees

737
Training Programmes Conducted

1 Building a More Diverse Workforce

An inclusive workplace continues to be a strategic priority. This year, our newly inaugurated Pantnagar facility became a landmark in that journey, operating with a 65-70% women-led workforce. A modern manufacturing facility by design, the plant reflects our determination to increase women’s participation in core manufacturing roles, with the long-term ambition of achieving a 100% women workforce on site. Beyond Pantnagar, we deepened gender diversity across our ADS business by increasing women representation across technical and manufacturing functions, creating broader opportunities in high-precision engineering.

2 Developing Future-Ready Skills

As precision engineering becomes increasingly technology-intensive, continuous capability building remains central to our growth strategy.

The industry faces a genuine shortage of specialised talent. We manage this through two fronts: simplifying operations through automation, and investing in structured learning and advanced technical training.

Our engineers undergo specialised development programmes to master sophisticated machining technologies, including complex 5-axis manufacturing processes. To further encourage multi-skilling, the Aerospace division has introduced skill-based incentives that reward employees who develop competencies across multiple machines and complex components.

3 Cultivating a Culture of Participation and Progress

At Sansera, continuous improvement is embedded in the way we work. Every employee is encouraged to challenge conventional thinking, offer new ideas, and actively participate in enhancing operational excellence.

Structured initiatives such as Kaizen give employees the structure to identify and test improvements in productivity, quality, and efficiency. Complementing these efforts, Quality Control Circles bring together cross-functional teams to analyse workplace challenges, share knowledge, and engineer practical solutions to strengthen operational performance.

Our Suggestion Scheme offers multiple channels to share ideas, while awareness campaigns through posters, banners, training programmes, and regular interactions reinforce a simple message – every contribution counts. Fortnightly quiz competitions are organised across shop floors and common areas, spanning operations, products, safety, and sustainability. Outstanding performers are recognised on Safety and Environment Day, celebrating a culture built on curiosity, collaboration, and continuous learning.

4 Creating a Safe and Healthy Workplace

A safe workplace is inextricably linked to operational excellence. Our health and safety framework focuses on prevention, preparedness, and continuous improvement, delivered through structured policies, regular audits, and employee engagement. We mandate periodic health check-ups, use of personal protective equipment, specialised training in fire safety, chemical handling, and machinery operations. These practices, including training on Lockout-Tagout (LOTO) procedures, ensure that our people are well-equipped to work safely. Monthly audits and corrective action plans further strengthen our ability to identify opportunities for improvement and maintain the highest standards across our facilities.

Our Safety Priorities

- ▶ Prioritise employee health and safety across all manufacturing facilities
- ▶ Ensure availability of personal protective equipment and occupational health support
- ▶ Conduct periodic health examinations for employees
- ▶ Enforce Lockout-Tagout (LOTO) procedures for maintenance activities
- ▶ Implement preventive action plans to minimise workplace incidents
- ▶ Conduct regular training on fire safety, chemical safety, and safe workplace practices
- ▶ Perform monthly health and safety audits to strengthen compliance and continuous improvement
- ▶ Strengthen Behaviour-Based Safety (BBS) programmes to foster a proactive safety culture
- ▶ Encourage reporting of near misses, unsafe conditions and safety observations
- ▶ Enhance machine safety through safeguarding, interlocks and risk-based inspections
- ▶ Strengthen contractor and visitor safety management across facilities
- ▶ Improve emergency preparedness through mock drills and crisis response planning
- ▶ Leverage digital safety tools for monitoring, incident management and corrective action tracking
- ▶ Promote employee well-being and mental health through awareness and support programmes

Fostering Relationships that Create Shared Value

We build meaningful, long-term relationships with our customers, suppliers, partners, and the communities around us. Through collaborative engagement, responsible sourcing, and sustained community development, we strengthen our social capital. These connections build trust, encourage mutual growth, and reinforce our standing as a reliable and responsible industry leader.



SDGs Involved



Stakeholders Involved

- ▶ Customers
- ▶ Suppliers
- ▶ Communities

Key Highlights of 2025-26

43,168
Lives Impacted

Empowering Communities through Education

We believe education is one of the strongest enablers of inclusive growth. During the year, we expanded our efforts to improve learning outcomes, strengthen

school infrastructure, and create opportunities for students from underserved communities.

Working with JSS Foundation, CIE Foundation, and with management support from OBLF, we deployed subject teachers across 21 government schools in Anekal Taluk.

The programme reached 8,356 students in Mathematics, Science, Social Science, English, Hindi, and Kannada. The results were clear – Anekal Taluk secured the highest rank in Bengaluru Urban District in the Class X Board Examinations for Academic Year 2025-26, with a 77.32% pass percentage.



31
Government Schools

8,356
Students Benefited

1st Rank
in Bengaluru Urban District

99%
Class X Pass Percentage



Beyond classroom learning, we continued to nurture curiosity, digital literacy, and career awareness.

Key initiatives



- ▶ Support for Koramangala Slum Education Project



- ▶ Ramanagara Education Project, providing educational assistance and student support



- ▶ Residential Summer Camp at Sri Ramakrishna Mission, Shivanahalli



- ▶ Computer Training Centre at Sansera Gurubhavan for skill development



- ▶ Helped establish a palliative care support centre for Nemmadi



- ▶ Helped in the donation of 4 Bolero vehicles to Mandya district police



► Support for the National Automobile Olympiad 2024



► Civil works and installation of a drinking water facility at Rotary Saheli Centre, Rudrapur

Promoting Preventive Healthcare and Well-Being

Our community healthcare programmes centre on prevention, early diagnosis, and better access to quality medical care. Through collaborations with leading healthcare institutions and our own employee volunteers, we reached communities through awareness campaigns, screening programmes, and specialised interventions.

Health camps spanning general health consultations, eye care, dental care, and diagnostic services were organised across communities and

Sansera-supported schools. Blood donation drives, BP awareness programmes, and International Yoga Day celebrations deepened that preventive reach. Working with Narayana Nethralaya and KMYF, we arranged specialised medical screening for children at supported schools and partner institutions.

Supporting India's TB Elimination Mission

As part of the Pradhan Mantri TB Mukht Bharat Abhiyan, Sansera Foundation adopted TB patients in Anekal Taluk under the National TB Elimination Programme (NTEP). We extended nutritional and healthcare support while creating awareness on early diagnosis and treatment adherence.



Encouraging Sporting Excellence

Sports instil discipline, resilience, and teamwork, qualities that shape individuals and strengthen communities alike. Through targeted partnerships and support, we continued to back sporting talent and widen participation in competitive sports.

During the year, we worked with leading sporting institutions to create opportunities for aspiring athletes and strengthen the local sports ecosystem. We also recognised promising young sportspersons, helping them compete at higher competitive levels.

Key initiatives

- Supported the Sports Rotary Club of Bengaluru in promoting grassroots sports
- Partnered with the Indian Golf Union to encourage sporting excellence and youth participation
- Recognised and supported talented young athletes through financial assistance
- Extended support to community sporting events and athlete development programmes

Engineering a Lighter Footprint

We take the long view, placing environmental responsibility at the centre of how we operate. By optimising resource use, minimising waste, and embedding sustainable practices across our supply chain, we work to shrink our ecological impact. Energy efficiency, responsible sourcing, and greener solutions protect natural capital, and sharpen our resilience and relevance in a world that increasingly values sustainability.



SDGs Involved



Stakeholders Involved

- ▶ Customers
- ▶ Suppliers
- ▶ Shareholders

Key Highlights of 2025-26

- ▶ Reduced water intensity by 28.5%, from 8.77 KL/mn ₹ (FY 2022-23 baseline) to 6.2 KL/mn ₹
- ▶ Avoided ~80,360 tonnes of CO₂ emissions annually through increased adoption of green energy
- ▶ Reduced ~3,860 tonnes of CO₂ emissions annually through energy efficiency initiatives
- ▶ Achieved ISO 50001:2018 Energy Management System (EnMS) certification across 80% of manufacturing facilities
- ▶ Lowered CO₂ emissions from diesel forklifts by 61% (vs. FY 2022-23 baseline) through the transition to electric forklifts.
- ▶ 10,000+ trees planted within the plant area and 30,000+ trees planted outside

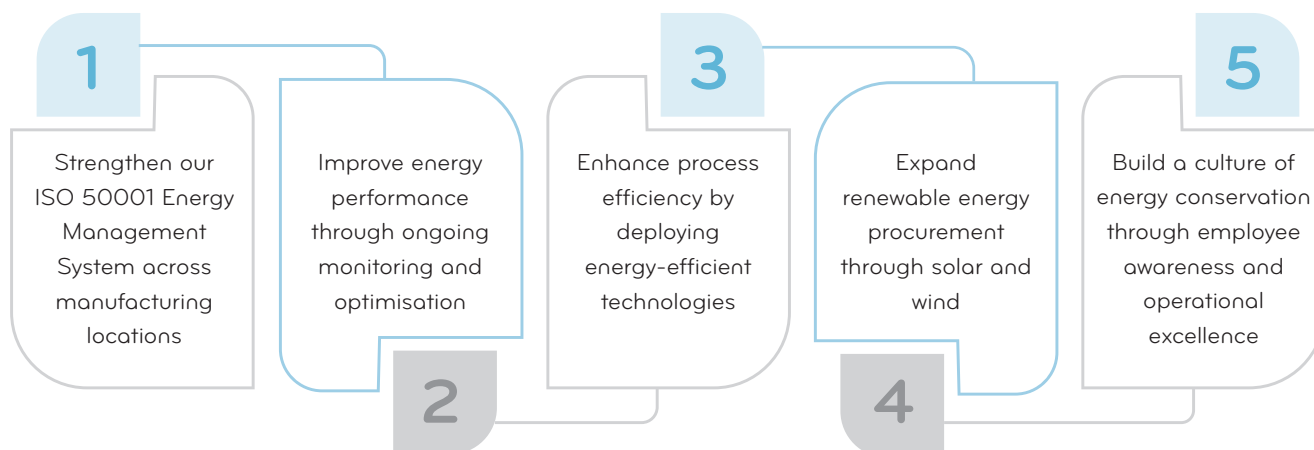


Engineering the Future of Clean Energy

Energy efficiency remains one of the strongest levers available to us. Through a structured Energy Management System aligned with ISO 50001, we optimise energy use across our operations while accelerating our shift to renewable energy.

Rather than treating energy management as a compliance exercise, we consider it a continuous engineering discipline, one that combines technology, operational excellence, and employee engagement to lift efficiency at every stage of production.

During 2025-26, we continued to:



Key Numbers

7,20,638.15 GJ

Total Energy Consumption

20.6 GJ/₹ mn

Energy Intensity

115 mn kWh

Annual Renewable Energy Procurement through Solar and Wind

Total Consumption **44.2%**

of Base year 2023 to

57.29% Renewable Energy including Fuel Consumption

Engineering a Lower-Carbon Tomorrow

As manufacturing evolves, lowering environmental impact becomes an engineering imperative. We continue strengthening our emissions management framework through scientific monitoring, process optimisation, and long-term decarbonisation planning. Comprehensive third-party monitoring of emissions and ambient air quality helps us maintain regulatory compliance while identifying opportunities for continuous improvement.

Key Initiatives

- ▶ Quarterly third-party monitoring of NOx, SOx, and other key air quality parameters
- ▶ Continuous tracking of Scope 1 and Scope 2 greenhouse gas emissions
- ▶ Strengthened reporting on emissions and environmental governance
- ▶ Sustained improvement in manufacturing efficiency and carbon intensity
- ▶ Out of 15 categories of Scope 3 emissions, 9 categories are applicable to Sansera. For the current year (2025-26), we hereby disclose 7 categories of scope 3 emissions in BRSR Report. Category 1- Purchase

Goods & services are calculated using spend based method. Category 2- Capital Goods are calculated using average spend-based method. Category 3- Fuel- and Energy-Related Activities are calculated using average data method. Category 5- Waste Generated in Operations are calculated using waste type specific method. Category 6- Business Travel is calculated using distance-based method. Category 7- Employee Commuting are calculated using distance-based method. Category 15- Investments are calculated using average spend-based method

Emissions Snapshot

Scope 1 Emissions

8,369.28 MT CO₂e

Scope 1 GHG Emission Intensity
Reduced by 7.7% from Base Year 2023

Scope 2 Emissions

40,880.29 MT CO₂e

Scope 2 GHG Emission Intensity
Reduced by 32 % from Base Year 2023

Our Climate Commitments

15%
Reduction in Scope 1
Intensity by 2030

Undertaking a Comprehensive
100%
Scope 3 Inventory to Strengthen
Value-chain Decarbonisation

80%
of Energy through Renewables for
Sansera's Operations

50%
Reduction in Scope 2
Intensity by 2030

Sustainability Assessment for
80%
of Suppliers

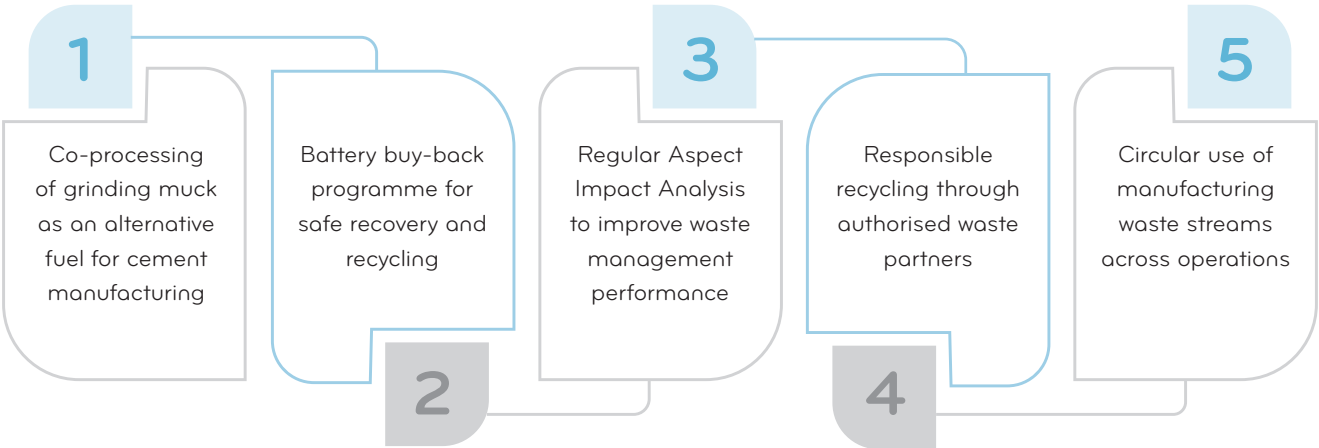
Engineering Circular
Manufacturing

Circularity is built into the way
we manufacture. We continually
redesign waste streams, recovering

valuable resources, and identifying
productive uses for industrial by-
products, thus reducing dependence
on virgin materials while minimising
landfill disposal.

Extended Producer Responsibility
(EPR) compliance, periodic recycler
audits, and continuous evaluation
of our waste practices underpin our
approach.

Key initiatives



Key initiatives

Zero Waste to Landfill

Target for 2030

At present, 95.1% waste is going for recycling.

Creating Healthier Ecosystems

Our environmental stewardship extends well beyond the factory gates. Through ecosystem restoration, biodiversity conservation, and innovative waste management solutions, we create shared environmental value in the communities where we operate.

The rejuvenation of Kyalasanahalli Lake stands as our landmark intervention – a degraded landscape transformed into a thriving urban ecosystem that supports biodiversity, recharges groundwater, and creates a healthier environment for neighbouring communities.

Reimagining Waste Management

To address urban waste, we supported the deployment of TRASHBOT, an automated decentralised waste segregation system, at Bommasandra Industrial area.

The technology enables

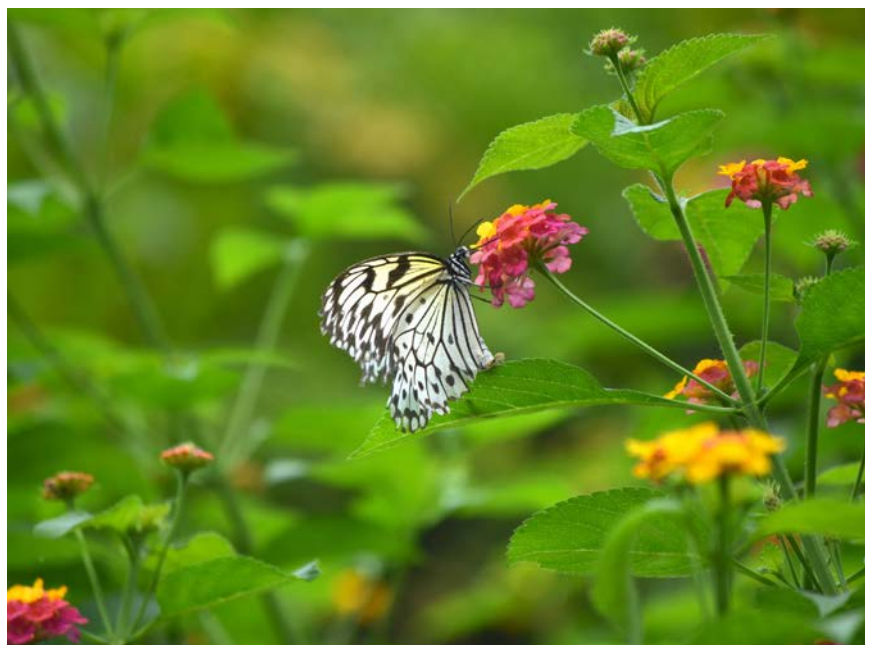
- ▷ Hands-free waste processing
- ▷ Automated segregation of biodegradable and non-biodegradable waste
- ▷ Processing of mixed municipal waste
- ▷ Recovery efficiency of up to 98%
- ▷ Low energy consumption
- ▷ Scalable deployment for large-volume waste streams



Conserving Biodiversity

Protecting biodiversity is integral to our environmental agenda. Our support for scientific research in the Agumbe Rainforest contributes to the long-term King Cobra Surveillance Programme, advancing ecological research and habitat conservation for one of India's most significant biodiversity hotspots. Employees actively participated in tree plantation initiatives across communities, expanding the green cover and deepening a shared sense of environmental stewardship. The lake rejuvenation had a profound impact on ground water table in the vicinity. The re-established habitat supports over 60 bird species such as Indian pond heron, spot billed duck, Barn owls, river terns, Kingfishers etc. The islands created

in the lake serve as active nesting hubs for birds. The Miyawaki forests in the lake vicinity and Hennagara School create micro-ecosystems that reduce ambient heat and Improve air quality.



Recognition across Every Frontier



ET Entrepreneur Award 2025

Sansera has received the ET Entrepreneur Award 2025 for Excellence in Sustainable Manufacturing. This achievement is a reflection of the hard work and collaboration of our entire team with sustainable processes.



FICCI CSR Award 2025 – Appreciation

Sansera Engineering has been recognised at the FICCI CSR Award 2025 in August 2025, affirming our commitment to responsible corporate citizenship and meaningful community impact across our operations.



BCIC ESG Awards 2025

At Sansera Engineering, sustainability isn't just a goal – it is a responsibility we take seriously every day. Our efforts have been recognised at the BCIC ESG Awards 2025, where we won for Best ESG Practices on Climate Action (GHG Emission) in the Manufacturing Category. This award reflects our continued commitment to reducing our carbon footprint, adopting greener practices, and driving innovation with purpose. Here's to engineering change that matters – for the planet, for the industry, and for the future.



IGBC Platinum Rating – Plant 11

Sansera Engineering's Plant 11 achieved the IGBC Platinum Rating with an impressive 88 points during the Recertification Review for the IGBC Green Factory Building Project – the highest tier of green building certification in India.



Plant 9 – IGBC Platinum Certification

Sansera Engineering (Aerospace Division) has achieved the highest honour of IGBC Platinum Certification, reinforcing our commitment to Green Initiatives and Eco-Friendly Innovation.



Maruti Suzuki – Part Development Recognition

Sansera Engineering Limited has received recognition from Maruti Suzuki for Part Development achievements. We are honoured to be recognised for exceptional performance in Part Development (2024-2025). We value this acknowledgement of our team's work and our ongoing partnership with Maruti Suzuki.



No. 1 Star Export Award – FKCCI 2025

Sansera Engineering has been honoured with the No. 1 Star Export Award by the Federation of Karnataka Chambers of Commerce & Industry (FKCCI) – a true testament to our commitment to excellence in exports and our growing global footprint.



TVS Supplier Sustainability Summit – Sustainability Transformation Excellence Award

Sansera's Plant-1 & Corporate have been honoured with the Sustainability Transformation Excellence Award at the TVS Supplier Sustainability Summit. This recognition, backed by a Gold Category score in the MSI – My Sustainability Index (FY December 2025), reflects our unwavering commitment to responsible and sustainable growth.



Quality Award – Supplier Summit 2025

Honoured with the Quality Award at Supplier Summit 2025 for outstanding commitment to quality excellence.

The Board of Directors, Sansera Engineering Limited, is pleased to award the Quality Award to Sansera Pune Plant for its outstanding contribution to quality assurance, thanks to the exceptional efforts of the Sansera Pune Plant Team.



We achieved a Bronze Medal in the 2025 EcoVadis assessment, with our score improving significantly from 49/100 in 2024 to 71/100 in 2025. Our improved sustainability performance has strengthened customer confidence, with 23+ customers accepting our EcoVadis score and meeting current business requirements.

Corporate Information

Board of Directors

Mr. S. Sekhar Vasan

Chairman & Managing Director
(Founder and Promoter)

Mr. F. R. Singhvi

Joint Managing Director (Promoter)

Mr. B. R. Preetham

Executive Director & Group CEO

Ms. Revathy Ashok

Independent Director
(Retired on July 27, 2026)

Mr. Lakshminarayan M.

Independent Director
(Retired on July 27, 2026)

Mr. Samir Purushottam Inamdar

Independent Director

Mr. Deepak Ghaisas

Independent Director (appointed on
May 20, 2026)

Mr. Venkatram Mamillapalle

Independent Director (appointed on
May 20, 2026)

Ms. Radhika Rajan

Independent Director (appointed on
May 20, 2026)

Mr. Hari Krishnan

Additional Executive Director & CEO
- ADS Division (appointed on August
12, 2026)

Chief Financial Officer

Mr. Vikas Goel

Company Secretary & Compliance Officer

Mr. Rajesh Kumar Modi

Statutory Auditors

M/s. Deloitte Haskins & Sells,
Chartered Accountants

Secretarial Auditors

M/s. BMP & Co., LLP, Company
Secretaries

Cost Auditors

M/s. Rao, Murthy & Associates, Cost
Accountants

Internal Auditors

M/s. Aneja Associates (till March 31,
2026)

Protiviti India Member Private
Limited - appointed from April 01,
2026 till March 31, 2027.

Registered Office

Plant 7, Plot No. 143/A Jigani Link
Road, Bommasandra Industrial Area
Bengaluru 560 105, Karnataka,
India.

CIN: L34103KA1981PLC004542

Phone No.: +91 80 2783

9081/82/83

Email: rajesh.modi@sansera.in

Website: www.sansera.in

Registrar and Share Transfer Agent (RTA)

MUFG Intime India Private Limited
C 101, 247 Park, L B S Marg
Vikhroli (West), Mumbai - 400 083

Bankers & Lenders

State Bank of India

CitiBank N.A.

HDFC Bank Limited

Axis Bank Limited

ICICI Bank Limited

DBS

BOARD'S REPORT

To,

The Members,

Your Directors are pleased to present the 44th Annual Report on the business and operations of the Company, together with the audited financial statements for the financial year ended March 31, 2026. The consolidated performance of the Company and its subsidiaries have been referred to wherever required.

FINANCIAL PERFORMANCE

The financial performance of the Company for the financial year ended March 31, 2026, is summarized below:

(₹ in mn)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	2025-26	2024-25
Revenue from operations	30,981.70	27,186.85	34,979.17	30,167.51
Other income	550.64	202.63	594.54	202.56
Total Income	31,532.34	27,389.48	35,573.71	30,370.07
Total Expenses	27,380.51	24,613.12	31,094.26	27,458.07
Profit before exceptional item and tax	4,151.83	2,776.36	4,483.54	2,919.94
Exceptional items	157.57	-	162.36	-
Profit before tax	3,994.26	2,776.36	4,321.18	2,919.94
Tax expense	1,012.55	716.75	1,052.58	751.13
Share of profits of associate, net of tax	-	-	4.09	7.94
Profit after tax	2,981.71	2,059.61	3,268.60	2,168.81

STANDALONE FINANCIAL RESULTS:

During 2025-26, the standalone business registered healthy growth, supported by higher revenue from operations and improved profitability. Revenue from operations increased by 13.96% to ₹ 30,981.70 million as against ₹ 27,186.85 million in 2024-25. Standalone EBITDA stood at ₹ 5,661.87 million (excluding exceptional items), compared with ₹ 4,709.08 million in the previous year, reflecting growth of 20.23%. Profit after tax increased by 44.77% to ₹ 2,981.71 million as against ₹ 2,059.61 million in 2024-25, supported by improved operating leverage and stronger earnings performance.

CONSOLIDATED FINANCIAL RESULTS:

During 2025-26, the Group recorded a strong consolidated performance, supported by revenue growth and improved profitability across businesses. Consolidated revenue from operations increased by 15.95% to ₹ 34,979.17 million as against ₹ 30,167.51 million in 2024-25. Consolidated EBITDA stood at ₹ 6,320.85 million (excluding exceptional items) compared with ₹ 5,147.56 million in the previous year, reflecting growth of 22.79%. Consolidated profit after tax increased by 50.71% to ₹ 3,268.60 million as against ₹ 2,168.81 million in 2024-25, driven by higher operating income, improved operating leverage and stronger overall earnings performance.

SALES HIGHLIGHTS

During 2025-26, product sales stood at ₹ 32,869 mn as against ₹ 28,213 mn in 2024-25, registering growth of 16.5%. The performance reflects continued scale-up across priority growth areas, with exports, non-automotive businesses and commercial vehicles contributing meaningfully to the overall increase.

KEY SEGMENT PERFORMANCE:

Automotive Segments grew by 10.2% to ₹ 27,490 mn, supported by broad-based performance across two-wheelers, passenger vehicles and commercial vehicles.

Auto-ICE sales increased by 10.9% to ₹ 23,041 mn, while Auto-Tech Agnostic & xEV sales grew by 6.9% to ₹ 4,449 mn.

Non-Auto sales grew sharply by 63.9% to ₹ 5,375 mn, mainly driven by Aerospace, which increased by 155.5% to ₹ 3,155 mn.

AT A SUB-SEGMENT LEVEL:

- Two-wheelers remained the largest end-use segment at ₹ 15,362 mn, growing by 8.0%; motorcycles drove the increase, partly offset by muted scooter growth.
- Passenger Vehicles increased by 9.3% to ₹ 7,305 mn, reflecting steady program-level traction during the year.

BOARD'S REPORT (Contd.)

- Commercial Vehicles delivered strong growth of 20.9% to ₹ 4,608 mn, emerging as an important contributor to automotive growth.
- The Non - Auto portfolio now represents a stronger growth pillar, with Aerospace leading the scale-up; Off-road also grew by 9.6%, while Agriculture declined by 12.3%.

DIVIDEND

The Board recommended a dividend of ₹ 4 per equity share for 2025-26 (i.e. 200% of the face value). The dividend will be paid on or before 30 days from the date of declaration by the shareholders at the 44th AGM of the Company.

The Company has formulated a dividend distribution policy and the same is available on the website of the Company: <https://sansera.in/wp-content/uploads/2023/05/3.-Dividend-Distribution-Policy.pdf>.

RESERVES AND SURPLUS

As permitted under the Act, the Board does not propose to transfer any amount to general reserve and has decided to retain the entire amount of profit of 2025-26 in the profit and loss account.

CHANGES TO EQUITY SHARE CAPITAL

The Equity Share Capital of the Company as at March 31, 2026 stood at ₹124.66 million (previous year ₹ 123.84 million) as per detail given below:

S. Nos.	Particulars	Amount (₹ In million)
1.	Equity Share Capital as on March 31, 2025	123.84
2.	Add: Allotment of Equity Shares on Exercise of Stock Option under ESOP 2018 on May 27, 2025	0.02
3.	Add: Allotment of Equity Shares on Exercise of Stock Option under ESOP 2018 on July 10, 2025	0.32
4.	Add: Allotment of Equity Shares on Exercise of Stock Option under ESOP 2018 on November 19, 2025	0.26
5.	Add: Allotment of Equity Shares on Exercise of Stock Option under ESOP 2018 on March 29, 2026	0.22
	TOTAL:	124.66

MANAGEMENT DISCUSSION AND ANALYSIS

A detailed analysis of your Company's performance is discussed in the Management Discussion and Analysis for 2025-26, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this Annual Report as **Annexure 1**.

CHANGE IN NATURE OF BUSINESS

During the period under review, there was no change in the nature of Company's business.

DETAILS OF SUBSIDIARY COMPANIES AND ASSOCIATE COMPANY

As at March 31, 2026, the Company has 2 (Two) directly held subsidiaries i.e., Fitwel Tools and Forgings Private Limited and Sansera Engineering Pvt. Ltd, Mauritius and 1 (one) step-down subsidiary i.e., Sansera Sweden AB. Pursuant to sub-section (3) of Section 129 of the Act, the statement containing the salient feature of the financial statement of a company's subsidiaries is attached as **Annexure 2**. None of the subsidiaries are material as of March 31, 2026.

During the year, Nichidai Sansera Private Company, a Joint Venture Company, was incorporated. MMRFIC Technology Private Limited is an Associate Company of the Company. Apart from this, no Body Corporate has become or ceased to be Subsidiary, Joint Venture or Associate Company of the Company during the financial year 2025-26.

STRATEGIC INVESTMENT IN MMRFIC

On March 29, 2023, the Company entered into a definitive agreement with MMRFIC Technology Private Limited for a strategic investment of ₹ 200.00 million in the form of CCPS (Compulsorily Convertible Preference Shares) and Equity Shares. MMRFIC is a Research, Design and Manufacturing entity, building sub-systems for next generation Radars by leveraging machine learning with artificial intelligence and, mm-Wave Sensors with hybrid beam forming capabilities.

The Company completed the transaction for strategic investment in the said Company on January 11, 2024.

During the year under review, the Board on November 12, 2025, approved an additional investment of ₹ 300.00 million in MMRFIC Technology Private Limited ("MMRFIC") in one or more tranches by way of subscription to CCPS. Pursuant to the above, MMRFIC allotted 18,654 Series A2 Compulsorily Convertible Preference Shares at a price of ₹ 1,340/- per share and 55,970 Series A3 Compulsorily Convertible Preference Shares at a price of ₹ 1,340/- per share on December 17, 2025.

BOARD'S REPORT (Contd.)

JOINT VENTURE AGREEMENT WITH NICHIDAI CORPORATION

During the year under review, the Company entered into a Joint Venture Agreement dated January 29, 2026 read with its addendum dated May 28, 2026, with Nichidai Corporation, Japan, for the manufacturing of precision forged and machined aluminium and steel components for differential assemblies, compressors, driveline systems and other advanced automotive applications that are not presently manufactured by the Company.

Pursuant to the Joint Venture Agreement, Nichidai Sansera Private Limited was incorporated on February 25, 2026 as a wholly owned subsidiary of the Company. Subsequently, pursuant to infusion of capital by Nichidai Corporation in July 2026, the shareholding of Nichidai Sansera Private Limited was restructured in accordance with the terms of the Joint Venture Agreement, pursuant to which Sansera Engineering Limited holds 60% and Nichidai Corporation holds 40% of the equity share capital of Nichidai Sansera Private Limited, thereby giving effect to the agreed joint venture arrangement.

PARTICULARS OF EMPLOYEES

Pursuant to Section 197 (2) of the Companies Act 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is annexed as **Annexure 3**. A statement containing, inter alia, the names of top ten employees in terms of remuneration drawn and every employee employed throughout the financial year and in receipt of remuneration of ₹10.20 million or more and, employees employed for part of the year and in receipt of remuneration of ₹0.85 million or more per month, pursuant to Rule 5(2) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 remuneration shall be provided to the Shareholders upon request to the Company at rajesh.modi@sansera.in. Further, the Annual Report is being sent by email to the Shareholders excluding the aforesaid information in terms of Section 136 of Companies Act, 2013.

Number of Employees as of 31.03.2026:

Female: 106

Male: 2,455

Transgender: Nil

BOARD MEETINGS

The Board of Directors duly met seven times (7) during 2025-26. For more details, please refer to the section on

Corporate Governance Report forming part of this Report. The intervening gap between any two meetings was within the period prescribed under the provisions of the Companies Act, 2013 and Listing Regulations.

The detailed information regarding the Board meetings and Committee meetings attended by the Directors during the year is provided in the Corporate Governance Report, which forms part of this Report.

AUDITORS

M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration Number 008072S) were appointed as Statutory Auditors of the Company by the shareholders in the 43rd AGM held on September 26, 2025, for a period of 5 years, who will continue to act as Statutory Auditors of the Company till the conclusion of the 48th Annual General Meeting of the Company.

SECRETARIAL AUDIT REPORT

In terms of the provisions of Section 204 and applicable provisions of the Companies Act, 2013 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. BMP & Co., LLP, a practicing Company Secretaries firm were appointed as Secretarial Auditors of the Company by the shareholders in the 43rd AGM held on September 26, 2025, for a period of five years, starting from the conclusion of 43rd AGM till the conclusion of the 48th Annual General Meeting of the Company (2025-26 till 2029-30).

The Secretarial Audit Report for 2025-26 issued is attached as **Annexure 4**.

Explanations or Comments by the Board on every qualification, reservation or adverse remark or disclaimer made:

- a) By Statutory Auditors in their audit report: There were no qualifications, reservations or adverse comments by the Statutory Auditors of the Company in their report submitted to the Company for 2025-26, except as mentioned below:

- (i) Standalone Financial Statements and Statutory Auditor's Report:

We have been informed by the Company that an ex-employee of the Company had misappropriated funds amounting to ₹ 12.21 million during the earlier years and the year under audit. Investigations are concluded and the Company is in the process of recovering such losses from the ex-employee. Refer note 53 to

BOARD'S REPORT (Contd.)

the standalone financial statements. No fraud by the Company has been noticed or reported during the year, nor have we been informed of any such case by the Management.

Note 53: During an internal review, the Company identified financial transactions involving a former employee who was found to have engaged in forgery, cheating, and misappropriation of funds amounting to ₹12.21 million over the period June 2023 to May 2025. The individual committed these offences by forging the signatures of Company personnel on fabricated service invoices and unlawfully encashing the fraudulent documents. In response, the Company has initiated legal proceedings against the former employee and the associated vendor by filing a complaint with the police authorities in Bangalore. The Company conducted an internal assessment and also engaged an independent external agency to conduct a detailed investigation. The agency evaluated the scale of the fraudulent activities, identified the individuals involved, and reviewed related transactions to uncover any additional instances of potential fraud. The total financial impact of the misconduct was as mentioned above. Further, during the course of recovery, the Company has recovered ₹7.93 million from the accused.

Management's Response: Upon identification of the fraudulent transactions, the Company promptly initiated legal proceedings against the former employee and the associated vendor by filing a complaint with the police authorities in Bengaluru.

The Company also conducted an internal assessment and engaged an independent external agency to undertake a detailed investigation into the matter, including assessing the extent of the fraudulent activities, identifying the individuals involved, reviewing related transactions and determining whether any additional instances of potential fraud existed.

The investigation has since been concluded, and the Company is pursuing appropriate legal proceedings for recovery of the losses. During the course of recovery, the Company has recovered an amount of ₹7.93 million from the accused. The Management has also undertaken appropriate

measures to strengthen its internal controls and processes with a view to preventing recurrence of such incidents.

(ii) Consolidated Financial Statements and Statutory Auditors Report:

During the year, Fitwel Tools and Forgings Private Limited ("Fitwel"), a subsidiary of the Company received an anonymous whistleblower complaint alleging misappropriation of funds by certain employees. Pursuant to the complaint, Fitwel conducted an investigation with the assistance of an independent external consultant and identified fraudulent payments amounting to INR 91.21 million over the years from 2019-20 to 2024-25, of which ₹ 18.95 million is charged off to the Statement of Profit and Loss during the year ended March 31, 2026 (the remaining amounts were already expensed off to the Statement of Profit and Loss in the earlier years).

Fitwel initiated recovery proceedings against the alleged former employees by filing a complaint with the police authorities and has recovered ₹ 14.63 million in cash and properties valued at ₹ 29.80 million, which have been recognized under "Other Income" in the consolidated financial statements. Those properties have been classified as "Assets Held for Sale" in the consolidated financial statements. The subsidiary is pursuing further recoveries from the alleged parties.

Management's Response: Fitwel has initiated appropriate legal and recovery proceedings against the alleged former employees, including filing a complaint with the police authorities. As part of the recovery process, Fitwel has recovered ₹14.63 million in cash and properties valued at ₹29.80 million. The subsidiary continues to actively pursue further recoveries from the alleged parties through appropriate legal processes. The Management has also undertaken appropriate measures to strengthen internal controls and processes to mitigate the risk of recurrence of such incidents.

- b) By Secretarial Auditors in their secretarial audit report: There were no qualifications or adverse comments issued by the Statutory Auditors of the Company in their report for 2025-26, except as mentioned below:

BOARD'S REPORT (Contd.)

The Statutory Auditors reported a case involving misappropriation of funds by an ex-employee of the Company amounting to ₹12.21 million during the earlier years and the year under audit in Form ADT-4 to the Central Government. Investigation in this matter has been completed, and the Company is in the process of recovering the losses from its former employee through legal process.

Management's Response: The Company undertook a detailed investigation, which has since been completed, and initiated appropriate legal proceedings against the former employee and other persons involved. The Company is actively pursuing recovery of the losses through the legal process and has, during the course of recovery, recovered an amount of ₹7.93 million from the accused. The Company has also strengthened its internal controls and processes to mitigate the risk of recurrence of such incidents.

COST AUDIT

In terms of the provisions of Section 148 and applicable provisions of the Companies Act, 2013, ("Act") read with the Companies (Audit and Auditors) Rules, 2014, M/s. Rao Murthy and Associates, Cost Accountants, Cost Auditors were appointed to conduct the audit of cost records of your company for 2026-27. As per the provisions of the Act, a resolution seeking members' ratification for the remuneration payable to Cost Auditors is included in the Notice convening the 44th AGM. Further, such cost accounts and records are made and maintained by the Company for the year under review.

INTERNAL CONTROL SYSTEMS AND ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal control systems are an essential mechanism designed to safeguard a company's assets, ensure accuracy and reliability in financial reporting, and promote compliance with regulations and policies. These systems encompass a range of policies, procedures, and practices that help mitigate risks and enhance operational efficiency.

Key components of internal control systems include controlling the environment, risk assessment, information and communication systems and monitoring as an ongoing process.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The adequacy of internal financial controls refers to the effectiveness of measures put in place to ensure the accuracy and reliability of financial reporting. This includes

controls over financial transactions, recording, transparency and reporting processes.

Assessment of internal financial controls involves segregation of duties among different individuals, process of authorization and approval, documentation and record keeping, periodic review & reconciliation and utilizing internal audit functions to independently assess the effectiveness of internal controls and recommend for improvement.

M/s. Aneja Associates, Chartered Accountants, were appointed as the Internal Auditors of the Company during the period under consideration. During the year, the Company continued to implement their suggestions and recommendations to improve the internal control mechanism. Their scope of work broadly includes review of processes for safeguarding the assets of the Company, review of operational efficiency, Internal Financial Control, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors' findings are discussed with the process owners and suitable corrective actions were taken as per the directions of management on an ongoing basis to improve efficiency in operations. Further, on a quarterly basis, the reports issued by Internal Auditors are reviewed by the Audit Committee and suitable actions are taken by the Company.

EMPLOYEE STOCK OPTIONS PLANS (ESOP)

ESOP 2018

During the year under review, the eligible employees of the Company have exercised their vested and unexercised options under ESOP 2018 as per detail given below and accordingly equity shares were allotted:

- a) 11,394 equity shares of ₹ 2/- each on May 27, 2025;
- b) 1,62,524 equity shares of ₹ 2/- each on July 10, 2025;
- c) 1,28,519 equity shares of ₹ 2/- each on November 19, 2025 and
- d) 1,07,780 equity shares of ₹ 2/- each on March 29, 2026

As on the date of this report, the above equity shares allotted on exercise of stock options under ESOP 2018 are listed with both the stock exchanges i.e., BSE and NSE.

Options Granted under ESOP 2018 Plan

During the year under review, the Company has granted the following stock options to few eligible employees under the said Plan:

- 1. 20,000 stock options were granted at a price of ₹ 1,078.30 per option on May 27, 2025.

BOARD'S REPORT (Contd.)

2. 5,000 stock options were granted at a price of ₹ 1,345.40 per option on November 15, 2025.
3. 28,000 stock options were granted at a price of ₹ 1,237.00 per option on November 19, 2025.
4. 47,500 stock options were granted at a price of ₹ 1,555.90 per option on November 19, 2025.
5. 25,000 stock options were granted at a price of ₹ 1,699.20 per option on March 29, 2026

Applicable disclosures as stipulated under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 ("SEBI SBEB Regulations") with regard to the Employee Stock Option Scheme are available on the Company's website at <https://sansera.in/esop>.

The Company has received a certificate from M/s. BMP & Co. LLP, Secretarial Auditors of the Company, stating that the Sansera Engineering Limited Employee Stock Option Plan 2018 has been implemented in accordance with the SEBI SBEB Regulations. The said certificates will be made available to the shareholders, if requested during the 44th AGM of the Company.

VIGIL MECHANISM/ WHISTLE-BLOWER

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors have approved the Policy on vigil mechanism/whistle bower, which provide a vigil mechanism for directors and employees to report genuine concerns. The said policy is available on the website of the Company at <https://sansera.in/investor-policies>. During the year under review, no complaints were received by the Company.

SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

The Company has in place a Code of Conduct for Prevention of Insider Trading and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, and has instituted a structured digital database in compliance with the said Regulations. The said Codes are available on the website of the Company.

RISK MANAGEMENT POLICY

In compliance with the regulations set forth by the Securities and Exchange Board of India (SEBI) and other applicable laws, the Company has established a robust Risk Management Policy to identify, assess, mitigate, and monitor risks that may impact the achievement of the Company's objectives and stakeholders' interests.

The key objectives of the Risk Management Policy are identification of risks, assessment and prioritization of risks, mitigation plan & strategy, monitoring and integration with the business processes.

The Board of Directors constituted a separate Committee, i.e., Risk Management Committee comprising majority of Independent Directors to oversee the implementation of the Risk Management Policy and regularly reviews the effectiveness of risk mitigation measures.

The Company is committed to maintaining a proactive approach to risk management, guided by the principles of transparency, accountability, and stakeholder value creation. The Risk Management Policy serves as a foundation for prudent decision-making and sustainable growth, enabling the Company to navigate uncertainties and capitalize on opportunities in the dynamic business environment.

The management is responsible for reviewing the risk management plan and ensuring its effectiveness. Major risks identified by the businesses and functions are systematically addressed through mitigating action plan on a continuing basis.

DETAILS OF FRAUD REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE COMPANIES ACT, 2013.

There was no fraud reported by Auditors under sub-section (12) of Section 143 of the Companies Act, 2013 during the period under review except as given below.

The Statutory Auditors reported one instance of previous year, wherein during an internal review, the Company identified financial transactions involving a former employee who was found to have engaged in forgery, cheating, and misappropriation of funds amounting to ₹12.21 million over the period June 2023 to May 2025. The individual committed these offences by forging the signatures of Company personnel on fabricated service invoices and unlawfully encashing the fraudulent documents. In response, the Company has initiated legal proceedings against the former employee and the associated vendor by

BOARD'S REPORT (Contd.)

filing a complaint with the police authorities in Bangalore. The Company conducted an internal assessment and also engaged an independent external agency to conduct a detailed investigation. The agency evaluated the scale of the fraudulent activities, identified the individuals involved, and reviewed related transactions to uncover any additional instances of potential fraud. The total financial impact of the misconduct was as mentioned above. Further, during the course of recovery, the Company has recovered ₹7.93 million from the accused.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT.

No major material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company, to which the financial statements relate and date of this report except as disclosed in the report.

REVISION OF FINANCIAL STATEMENTS

Pursuant to Section 131 of the Act, there was no revision of the financial statements or the Board's Report of the Company in respect of any of the three preceding financial years during the year under review.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

There was no material order passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future as at March 31, 2026. Details of litigation on various tax matters are disclosed under relevant notes to the financial statements.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR RESIGNED DURING THE YEAR.

DIRECTORS

During the year under review, the Board of the Company was duly constituted in line with the requirements under the Companies Act, 2013 and Listing regulations. For more details, please refer to the relevant section of Corporate Governance Report forming part of this Report.

Mr. Fatheraj Singhvi (DIN: 00233146), Joint Managing Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment. Adequate disclosures have been made in the notice of 44th Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings.

The Board of Directors on recommendation of the Nomination & Remuneration Committee, have appointed Mr. Hari Krishnan (DIN: 01566551), Additional Director, designated as Executive Director & CEO-Aerospace, Defence & Semiconductor (ADS) Division of the Company for a period of 5 years with effect from August 12, 2026. In accordance with the provisions of the Companies Act, 2013, he shall hold office up to the date of the ensuing Annual General Meeting. The Board recommends the appointment of Mr. Hari Krishnan as Director of the Company for approval of the Members. Further, Mr. Samir Purushottam Inamdar (DIN 00481968), Independent Director of the Company, whose term expires on May 22, 2027, is proposed to be re-appointed for a further term of 5 years, with effect from May 23, 2027 till May 22, 2032, subject to approval of shareholders, in the ensuing AGM of the Company.

For more details regarding additional information under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards, please refer to notice of 44th AGM forming part of this Report.

Further, Mr. Muthuswami Lakshminarayan (DIN: 00064750) and Mrs. Ashok Revathy (DIN: 00057539), Independent Directors of the Company, ceased to be Directors of the Company with effect from July 27, 2026 (close of business hours), upon completion of their respective stipulated tenures.

The shareholders of the Company, by way of postal ballot resolutions passed on July 16, 2026, approved the appointment of Ms. Radhika Rajan (DIN: 00499485), Mr. Deepak Keshav Ghaisas (DIN: 00001811) and Mr. Venkataram Mamillapalle (DIN: 02597033) as Independent Directors of the Company, for a period of five years with effect from May 20, 2026 till May 19, 2031, as recommended by the Board of Directors and the Nomination and Remuneration Committee of the Company.

KEY MANAGERIAL PERSONNELS (KMPS)

Mr. S Sekhar Vasan, Chairman & Managing Director, Mr. F R Singhvi, Joint Managing Director, Mr. B R Preetham, Executive Director & Group CEO, Mr. Vikas Goel, CFO and

BOARD'S REPORT (Contd.)

Mr. Rajesh Kumar Modi, Company Secretary & Compliance Officer of the Company continues to be the KMPs of the Company as on date of this report as per Section 203 of the Companies Act, 2013.

Mr. Hari Krishnan was appointed as the Additional Director designated as Executive Director & CEO-Aerospace, Defence & Semiconductor (ADS) Division of the Company for a period of 5 years with effect from August 12, 2026, subject to applicable provisions of the Companies Act, 2013 including SEBI Regulations.

DECLARATION BY INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE WITH THE CODE OF CONDUCT

The independent directors of your Company have given a declaration to the Company under Section 149 (7) of the Companies Act, 2013 and Rule 6 of Companies (Appointment and Qualification of Directors) Rules 2014 that, they meet the criteria of independence as provided in this sub-section including SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The independent directors have affirmed compliance with the Code of Conduct. The Independent Directors also affirmed compliance under Section 150 of the Companies Act, 2013 including any amendments/notifications issued from time to time.

In the opinion of the Board of Directors of the Company, Independent Directors of your Company have the highest standards of integrity and are highly qualified, recognized and respected individually in their respective fields. The composition of Independent Directors is the optimum mix of expertise (including financial expertise), leadership and professionalism.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Pursuant to Section 186 of the Act, disclosure on particulars relating to loans, advances, guarantees and investments are provided as a part of the financial statements in note no. 50 of the standalone financial statements.

RELATED PARTY TRANSACTIONS:

Prior approval of the Audit Committee was obtained for all related party transactions during the year under review. The Audit Committee reviews, on a quarterly basis, the details of the Related Party Transactions entered by the Company. The Company has framed a Policy for determining materiality of Related Party Transactions and dealing with Related Party Transactions. The said Policy is available on the website of the Company at: <https://sansera.in/investor-policies>.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of every contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including arm's length transactions under third proviso thereto have been disclosed in Form No. AOC-2 as **Annexure 5**.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place Anti Sexual Harassment Policy in line with the requirement of Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the employees have been advised to address their grievances under this policy for redressal. Internal Complaints Committee (ICC) has been set up to redress complaints received under sexual harassment. All employees (permanent, contractual, temporary, trainees etc.) are covered under this policy.

The statement showing number of Sexual harassment complaint received during the year are as follows:

Number of complaints of sexual harassment received in the year	Number of complaints disposed off during the year	Number of cases pending for more than ninety days
NIL	NIL	NIL

OBLIGATION OF COMPANY UNDER THE MATERNITY BENEFITS ACT, 1961

The Company is in compliance with the applicable provisions of Maternity Benefits Act, 1961.

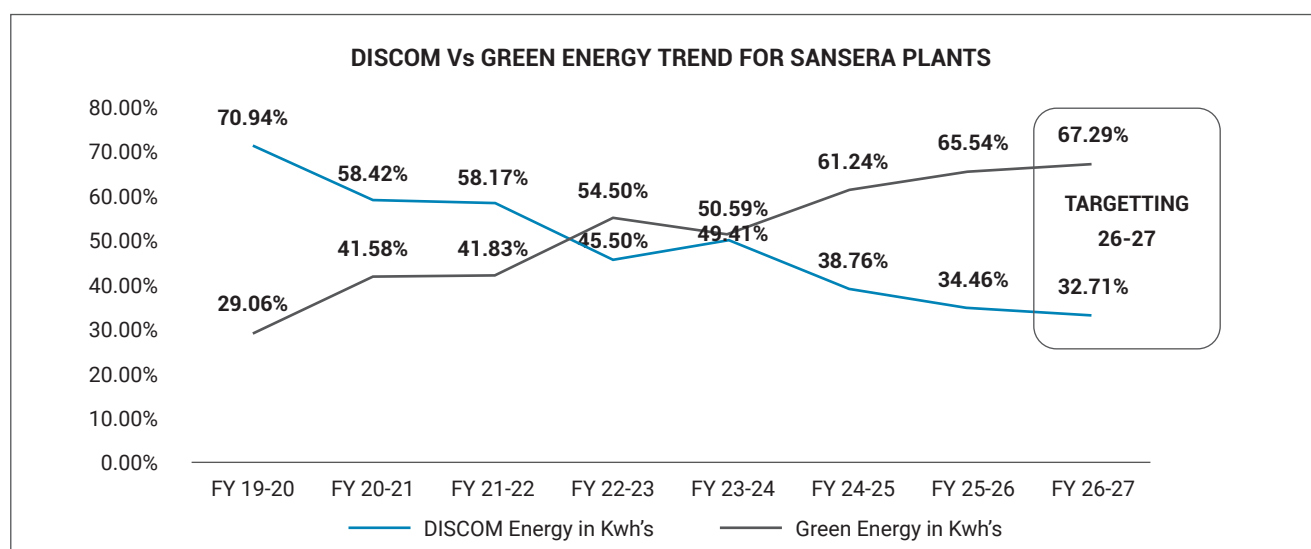
BOARD'S REPORT (Contd.)

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

CONSERVATION OF ENERGY

Sansera continues to strengthen its commitment to green manufacturing by maximizing the use of renewable energy across its manufacturing plants in India and Europe. In India, we have increased our renewable energy contracted volume by +60%, from 93M units to 112M units per annum. This transition is expected to increase our annual CO₂ emissions reduction from 76,383 tonnes to approximately 92,127 tonnes, reinforcing our progress toward a lower-carbon manufacturing footprint.

Our renewable energy procurement is supported through a diversified portfolio of long-term Power Purchase Agreements (PPAs), comprising a mix of group captive solar, group captive wind, and rooftop solar installations. These initiatives reflect our continued focus on enhancing energy sustainability, reducing dependence on conventional energy sources, and supporting our long-term environmental goals across our global operations.



In our constant effort towards energy conservation, Sansera continues to implement multiple projects, (overall c.78 projects) to improve energy efficiency and carbon footprint reduction, through ISO 50001:2018 (EnMS) & ISO 14001:2015 (EMS) Certification across the manufacturing units in India.

We continue to work towards our target to save c. 5% of Power Consumption / annum through production shops, namely, Machine Shop, Forge Shop, Heat Treatment Shop & Utilities by implementing multiple EMAPs (energy management programs).

We are happy to share some of the projects implemented, division wise, throughout the plants:

1. Machine Shop:

- Optimization of Deep Hole Drilling Machine Cooling by Replacing Chillers with a Cooling Tower.
- Component Cleaning Machines Resistive Energy load deactivated by using Oemeta – Cleaner 21 Solvent.

- Increasing Energy Efficient Hydraulic Power Packs utilization as horizontal deployments in CNC Machines wherever feasible.
- Energy saving evidenced through cycle time reduction as on-going Continual Improvement Program.
- Idle time Power off Logic enabled for Most of CNC Machines to ensure Energy Savings.
- MSEC (Machine Shop Specific Energy Consumption) Reduction year on year.
- MPEP (Machine Shop Plant Energy Performance) Improvement year on year.
- Heat Pump & WHR (Waste Heat Recovery) Adoption wherever feasible to eliminate Resistive Energy Load.
- Replacing Old inefficient Induction Motors with Energy Efficient IE3 & IE4 Induction Motors.
- Constant effort to make SPMs, built in-house, more Energy efficient by optimizing and installing latest equipment for energy conservation & enhanced Savings.

BOARD'S REPORT (Contd.)

2. FORGE SHOP:

- Introduced Fiber optic Technology to minimize the Energy losses in Induction Furnace.
- FSEC (Forge Shop Specific Energy Consumption) Reduction year on year.
- FPEP (Forge Shop Plant Energy Performance) Improvement year on year.
- Old Inefficient Induction Motors have been replaced with IE3 & IE4 Induction Motors.
- Energy savings evidenced in transfer feeder motor of Press by providing idle time power off logic.
- Productivity and Yield improvement projects are carried out as regular practice for all the forged components resulting in energy efficiency, besides RM saving & improved die life (cost optimization).
- Energy savings done through VFD in Reduce Roller Conveyors.

3. Heat Treatment Shop:

- Digital Flow meter Installed SQF furnace to ensure accurate flow value and recording in SCADA system.
- Introduce VFD for Agitator motors to reduce power consumption in Idle time.
- CO² Reduction is evidenced by optimum level usage of fuel and air through Monitoring O₂ / CO²/CO.
- Old Cooling towers have been replaced with Energy Efficient Cooling towers (5HP to 1HP).
- Thyristors have been introduced in Preheating furnaces to ensure Energy Saving.
- HSEC (HT Specific Energy Consumption) Reduction year on year.
- HPEP (HT Plant Energy Performance) Improvement year on year.
- Underloading avoided in HT furnaces.
- Washing Machines have been automated from Manual to ensure energy Savings.
- Increasing Yield per batch as part of continual improvement through reducing fixture weight.

- Furnaces have been revamped periodically to ensure heat dissipation is avoided and skin temperature reduced as a part of improving Furnace efficiency in terms of SEC reduction.
- PNG Consumption reduced through Gas contactless process by Greentech fuel saving device.

4. Utility:

- To reduce Power Consumption in Compressor, Heat Treatment & Furnace we are planning to Put IRIS equipment.
- To reduce Harmonic loss in the Electrical Panel, Introduce Temperature monitor sensor in Main Incomer Panel.
- Periodically air leakage audits are done through ultrasonic leakage detector and leakages have been drastically reduced, thereby Energy saving evidenced.
- Reducing harmonics through Total harmonics audit.
- Energy saver – Airtion interfaced with Air conditioners to optimize temperature setting to ensure Energy saving.
- Optimize compressed air usage through pressure setting.
- Old inefficient fans have been replaced with Energy efficient BLDC fans.
- Energy efficient auto drain valve used in Air screw compressors.
- IGBC norms followed to ensure Energy savings for new establishments.
- Waste generated during construction has been recycled & diverted from landfill.
- Rainwater runs off from site is captured, recharged & reused.
- Energy Efficient compressor with VFD installed to ensure power savings.
- Old inefficient Air screw compressors are replaced with Energy Efficient Air Screw compressors – Higher FAD (Free air delivery) with optimized Power Consumption.

BOARD'S REPORT (Contd.)

5. Way Forward:

- Additional Green Energy Supply started for Bangalore Plants of 40.0 million units, and 15.5 million units will be added in FY 26-27 (North Plants) to ensure green energy share 67.29% for PAN-India & 95% for Karnataka Plants in FY 26-27
- Incorporation of RECD (Retrofit Emission control device) with Diesel generators to meet CPCB norms – Under Progress.

6. New Technology Adoption:

The Company has made significant investments in technology upgradation and innovation during FY 26, reinforcing its commitment to technological excellence and manufacturing capabilities:

Manufacturing Capabilities Enhancement:

- Successfully designed and manufactured Internal Grinding Machines for captive use at our machine building division, capable of producing multiple entry chamfers and radii with bore diameter range of 20-60mm and maximum spindle speed of 20,000 RPM
- Developed prototype manufacturing capabilities for complex and precision-engineered Rotor Shafts for electric vehicle (xEV) applications, meeting stringent tolerance requirements for splines and critical journal diameters

Automation and Process Innovation:

- Established highly automated manufacturing lines for larger connecting rods targeting non-automotive and commercial vehicle segments in India, aligned with our Sweden facility's product specifications
- Designed and manufactured fully automated manufacturing cells meeting stringent CE certification standards for deployment at our Sweden operations. Two cells are currently operational at the Sweden facility, with additional units under development, delivering significant improvements in cost efficiency, energy consumption, lead times, and manufacturing footprint

Advanced Materials Processing:

- Continued advancement in aluminium forging capabilities to meet increasingly complex geometric requirements and superior surface finish specifications

FOREIGN EXCHANGE EARNINGS AND OUTGO

Description	Amount in Million
Foreign Currency earned	8,199.02
Foreign Currency Utilised	4,022.82

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The CSR Committee has been entrusted with the prime responsibility of recommending to the Board, the CSR activities to be undertaken by the Company in line with the CSR Policy, the amount of expenditure to be incurred and monitoring the implementation of the CSR Policy.

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014, have been given in **Annexure 6** forming part of this Report.

The CSR Policy of the Company is available on the website of the Company at <https://sansera.in/investor-policies>.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

A detailed BRSR in terms of the provisions of the Listing Regulations is attached as **Annexure 7** forming part of this Report.

CORPORATE GOVERNANCE

A report on Corporate Governance as stipulated in Listing Regulations is enclosed as **Annexure 8** with this Report.

A certificate from BMP & Co. LLP, Practicing Company Secretaries and Secretarial Auditors of the Company confirmed that the Company has complied with the conditions of Corporate Governance and the same is attached with the report on Corporate Governance.

BOARD'S REPORT (Contd.)

ANNUAL PERFORMANCE EVALUATION

The Board and NRC have approved the policy for evaluating the performance of the Board, its committees, individual Director, and the Chairman in compliance with the provisions of Section 178 read with Schedule IV of the Companies Act, 2013 and Listing Regulations. In accordance with the evaluation criteria specified in the policy, the annual performance evaluation of the Board as a whole, all respective committees, Chairperson, individual Director have been carried out by Independent Directors and Board through a structured questionnaire covering various aspects of the evaluation framed in line with the guidance notes Issued by the Companies Act, 2013 and Listing Regulations. The feedback and results of the questionnaire were collated, and a consolidated report was shared with the Board. The Board expressed its satisfaction with the evaluation process.

FAMILIARIZATION PROGRAM FOR BOARD MEMBERS

The familiarization program aims at making the Independent Directors familiar with the businesses, operations and amendments in roles and responsibilities of directors through various structured familiarization programs. The Company organizes such a program for directors as and when required. The Company have plans for more effective programs as and when required to keep the Board updated on their roles and responsibilities as required under the Listing Regulations and Companies Act. The said familiarization programs are available on the website of the Company at: <https://sansera.in/wp-content/uploads/2026/05/Familiarisation-Programme--2025-26.pdf>

HUMAN RESOURCES

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invests in the attraction, retention and development of talented employees on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and role enrichment.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that:

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

NOMINATION AND REMUNERATION POLICY OF THE COMPANY

The Nomination and Remuneration Policy of the Company for appointment and remuneration of the Directors, Key Managerial Personnels (KMPs) and Senior Management of the Company along with other related matters have been provided in the Corporate Governance Report. As and when the need arises to appoint Director, KMP and Senior Management Personnel, the Nomination and Remuneration Committee (NRC) of the Company determines the

BOARD'S REPORT (Contd.)

criteria based on the specific requirements/ roles. NRC, while recommending candidature to the Board, takes into consideration the qualification, integrity, attributes, expertise, experience, and independence of the candidate.

The policy can be accessed at <https://sansera.in/investor-policies>.

COMMITTEES OF THE BOARD

The Board of Directors of the Company have constituted/ re-constituted the following committees, during the year under review:

- Audit Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee
- Stakeholders Relationship Committee
- Risk Management Committee
- Environmental, Social and Governance Committee

The details with respect to the composition, numbers of meetings, attendance, powers, roles, terms of reference, etc. of the aforesaid committees are given in detail in the "Report on Corporate Governance" of the Company which forms part of this Report.

DETAILS OF AMOUNT RECEIVED FROM A DIRECTOR OF THE COMPANY OR A RELATIVE OF THE DIRECTOR

During the year under review, the Company has not received any amount from any Director or relative of the Director pursuant to Rule 2 (1)(c) (viii) of the Companies (Acceptance of Deposits) Rules, 2014.

COMPLIANCE WITH APPLICABLE SECRETARIAL STANDARDS BY THE COMPANY

During the year under review, the Company has complied with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India as approved by the Government of India under sub-section (10) of Section 118 of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3), the extract of the Annual Return is available on the website of the Company at <https://sansera.in/annual-return>.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There was no unpaid/unclaimed dividend that was required to be transferred to Investor Education and Protection Fund on expiry of 7 years from the date of transfer to Unpaid Dividend Account of during the year under review.

DEPOSITS

During the year under review, the Company has neither accepted nor renewed any deposits in terms of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

DISCLOSURE ON MANAGING DIRECTOR AND KEY MANAGERIAL PERSONNELS RECEIVING REMUNERATION AND COMMISSION FROM HOLDING COMPANY OR SUBSIDIARY COMPANY:

The Managing Director and Key Managerial Personnel (KMPs) of the Company have not received remuneration and commission from any of its subsidiary companies.

INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the financial year, neither any application nor any proceeding is initiated against the Company under the Insolvency and Bankruptcy Code, 2016.

SETTLEMENTS WITH BANKS OR FINANCIAL INSTITUTIONS:

During the year under review, no settlements were made by the Company with any Banks or Financial Institutions.

BOARD'S REPORT (Contd.)

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

During 2025- 26, there were no Insolvency Proceedings initiated against the Company and hence there were no instances of one-time settlement with banks or financial institutions.

DETAILS OF PENALTIES/PUNISHMENT/ COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE DIRECTORS' REPORT

There were no penalties/punishment/commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

ACKNOWLEDGEMENTS

Your directors wish to place on record their appreciation to all stakeholders, investors, customers, vendors, banks, Central and State Governments. The Company's valued investors and other business partners, for their assistance and continued co-operation during the year under review.

Your directors also place on record their deep sense of appreciation for the dedicated service of the employees of the Company.

On Behalf of Board of Directors

S. Sekhar Vasan

Chairman & Managing Director

DIN:00361245

Place: Bengaluru

Date: August 12, 2026

MANAGEMENT DISCUSSION AND ANALYSIS

ANNEXURE 1

MANAGEMENT PERSPECTIVE

FY2025-26 was a defining year for Sansera Engineering Limited, marked by its best-ever annual performance, disciplined execution and visible progress in building a more diversified, higher-value precision engineering platform. The Company strengthened its core automotive franchise while accelerating growth in technology-agnostic, xEV, aerospace, defence and semiconductor applications.

GLOBAL ECONOMIC OVERVIEW

The global economy is estimated to have grown by 3.4% in CY 2025, with growth projected to moderate to 3.1% in CY 2026 before improving marginally to 3.2% in CY 2027. The outlook points to a resilient but uneven growth environment, supported by technology-led investment, easing inflationary pressures, and steady domestic demand across major economies. Key risks, including geopolitical tensions, evolving trade dynamics, fiscal pressures, and policy uncertainty, are expected to keep the medium-term growth path stable but cautious.

The inflation outlook continues to improve, creating a more supportive environment for growth. Global headline inflation is projected to ease from 4.1% in 2025 to 3.8% in 2026, and then further to 3.4% in 2027. Although tariffs and policy-related uncertainties may continue to affect economic activity, their impact on growth is expected to reduce gradually, leading to a more balanced and stable global economic outlook.

GDP Growth Projections

	(in %)		
	CY 2025	CY 2026	CY 2027
Global Economy	3.4	3.1	3.2
Advanced Economies	1.9	1.8	1.7
The United States	2.1	2.3	2.1
Euro Area	1.4	1.1	1.2
Emerging Markets and Developing Economies	4.4	3.9	4.2
China	5.0	4.4	4.0
The Middle East and Central Asia	3.6	1.9	4.6
Sub-Saharan Africa	4.5	4.3	4.4
Latin America and Caribbean	2.4	2.3	2.7
Emerging Europe	2.0	2.0	2.1

Source: IMF, World Economic Outlook, April 2026.

For Sansera, this backdrop reinforces the importance of customer diversification, operational agility, cost discipline and a portfolio aligned to mobility, aerospace, defence and semiconductor supply chains.

INDIAN ECONOMIC OVERVIEW

India is expected to remain among the fastest-growing major economies, with GDP projected to expand by 7.7% in FY2025-26 and real GDP growth for FY2026-27 expected at 6.6%. Growth is expected to be driven primarily by resilient domestic demand, with private consumption accounting for 61.5% of GDP and Gross Fixed Capital Formation at 30.0% of GDP. Continued public infrastructure spending, improving private-sector sentiment, stable employment, rising real incomes, strong agricultural output and a sound financial sector are expected to support broad-based momentum across the economy.

Macroeconomic stability remained a key support for the growth outlook. Headline CPI inflation averaged approximately 1.7% during April to December FY2025-26, aided by easing food prices and improved supply conditions. Fiscal prudence, resilient tax collections, GST reforms and calibrated public spending supported growth without compromising stability, while monetary policy remained supportive through cumulative repo rate cuts, liquidity infusion measures and improved banking sector balance sheets.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Indian economy at a glance

Indicator	FY2025-26 / outlook	Relevance for manufacturing and precision engineering
Real GDP growth	7.7% projected for FY2025-26; 6.6% expected for FY2026-27	Supports broad-based industrial demand and long-term manufacturing investment.
Private consumption	61.5% of GDP	Underpins mobility demand, consumer-led industrial activity and automotive market depth.
Gross Fixed Capital Formation	30.0% of GDP	Reflects sustained investment momentum and capacity creation across sectors.
Inflation trend	Headline CPI inflation averaged approximately 1.7% during April to December FY2025-26	Supports purchasing power, financing affordability and macro stability.
Growth drivers	Infrastructure spending, domestic demand, investment activity, stable employment and financial-sector strength	Creates a supportive operating environment for manufacturing-led companies such as Sansera.

Source: Press Information Bureau, First Advance Estimates of National Income, FY2025-26.

Agriculture and Allied Sectors

Agriculture and allied sectors are estimated to grow 3.1% in 2025-26, supported by a favourable monsoon and steady livestock and fisheries output.

Industry

Industry is projected to grow 6.2% in 2025-26, led by manufacturing growth of 8.4% in the first half. Construction remains supported by public capex and infrastructure spending, reflected in continued steel and cement demand.

Services

Services are estimated to grow 9.1% in 2025-26, reinforcing their contribution to overall economic growth.

Inflation moderated sharply, with headline CPI averaging ~1.7% during April–December 2025-26. Fiscal discipline, GST reforms, calibrated spending, repo rate cuts, liquidity support and stronger bank balance sheets helped sustain growth and improve credit availability.

Source: Press Information Bureau, First Advance Estimates of National Income, FY 2025-26.

Outlook

Real GDP growth for FY 2026-27 is expected at 6.6%, supported by domestic demand, improving investment intent, stronger household and corporate balance sheets, and continued public infrastructure spending.

External risks from slower partner-market growth, trade-policy shifts and financial volatility may affect exports

and sentiment. However, stable inflation, sound fiscal management, stronger financial institutions and structural reforms support a broadly positive outlook, positioning India to sustain growth while absorbing external shocks.

Source: Press Information Bureau, First Advance Estimates of National Income, FY 2025-26.

The following sections examine the major end-markets relevant to Sansera's business, covering mobility, auto components, aerospace and defence, semiconductors, and precision machining. Together, these sectors define the demand environment, technology shifts, and diversification opportunities that shape the Company's strategic priorities.

GLOBAL AUTOMOTIVE INDUSTRY OVERVIEW

The global automotive industry delivered steady volume growth in 2025, even as regional demand patterns and supply-chain priorities continued to shift. Global vehicle production increased by 3.9% from 92.7 million units to 96.4 million units, while vehicle sales rose by 4.7% from 95.3 million units to 99.8 million units. Growth was increasingly supported by Asia's manufacturing competitiveness and domestic demand, while Europe remained affected by economic and industrial headwinds and the Americas continued to navigate trade dynamics, supply-chain realignments and capacity-demand imbalances. These developments reinforce the need for automotive suppliers to remain cost competitive, technologically relevant and operationally agile across markets.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Global automotive regional trends		
Region	Trend	Implication for component suppliers
Asia	Growth supported by domestic demand, manufacturing competitiveness and supply-chain depth.	Creates opportunities for suppliers with scale, cost competitiveness and advanced engineering capability.
Europe	Recovery remains measured amid economic softness, regulatory transition and industrial cost pressures.	Requires lean operations, strong customer alignment and disciplined cost competitiveness.
Americas	Demand and production remain influenced by trade policy, supply-chain realignment and capacity-demand gaps.	Supports the need for flexible supply networks, localised execution and diversified customer exposure.
South Asia / India	Expected to remain comparatively stronger, supported by domestic consumption, manufacturing scale and export competitiveness.	Enhances India's relevance as a global sourcing, localisation and precision engineering hub.

Source: OICA, Global Auto Industry Production and Sales 2025; S&P Global Mobility industry outlook.

Outlook

The outlook for the global automotive industry remains constructive but selective. Mature markets are likely to see measured growth, while Asia and other emerging manufacturing hubs are expected to remain important contributors to volume expansion and supply-chain reconfiguration. Industry priorities will continue to be shaped by electrification, hybridisation, connected technologies, safety systems, sustainability requirements and the need for resilient sourcing. In this environment, suppliers with precision engineering capability, lean operations, strong customer relationships and the ability to serve both traditional and emerging mobility platforms are expected to be better positioned for long-term growth.

GLOBAL SECTORAL TRENDS

Surge in Electrification

Electric vehicles maintained their momentum in 2025, with global electric car sales exceeding 20 mn units and growing around 20% year-on-year. Rising consumer acceptance, wider model choice, better affordability, and supportive policy measures continued to accelerate adoption across major markets.

Source: International Energy Agency, Global EV Outlook 2026.

Technological Breakthroughs

Technological innovation continues to reshape the automotive industry. Connected vehicles, advanced safety systems, AI, 5G connectivity, and immersive technologies enhance vehicle performance, safety, and user experience. Alongside, innovations such as 3D printing are improving manufacturing efficiency, accelerating product development, and enabling greater design flexibility. Mobility-as-a-Service

(MaaS) is also gaining traction, supported by increasing connectivity and evolving consumer preferences. Together, these advancements are driving the shift towards smarter, safer, and more sustainable mobility ecosystems.

Shifting Consumer Behaviour

Global automotive consumer preferences are increasingly shaped by affordability, value, and practical mobility. High vehicle prices and financing costs have increased demand for cost-effective alternatives, driving a shift towards value-tier brands in components such as tires and engine oils. As consumers place greater emphasis on total cost of ownership, brand loyalty has become less influential in purchase decisions. At the same time, while EV adoption continues to rise, many buyers are favouring hybrid and fuel-efficient conventional vehicles, reflecting a pragmatic, gradual move towards electrified mobility.

Sources: BCG, Global Automotive Supplier Study 2026; S&P Global Mobility, 2026 Automotive Industry Outlook.

INDIAN AUTOMOTIVE INDUSTRY REVIEW

India's automotive industry remains a key pillar of manufacturing, supported by rising mobility demand, urbanisation, infrastructure investment and deeper global value-chain integration. Production reached ~34.7 mn vehicles in FY 2025-26, reinforcing India's position among the world's largest automotive hubs. Contributing nearly 7.1% to GDP and almost half of manufacturing GDP, the sector continues to drive industrial growth, employment and exports.

Despite geopolitical uncertainty, trade shifts, supply-chain realignments and tariff disruptions, the sector's long-term fundamentals remain strong. Rising incomes, better

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

financing access, affordability, infrastructure investment and India's cost-efficient engineering base continue to support domestic demand and strengthen its role as a global sourcing and export hub.

Exports reflected this strength, rising about 24% to ~6.65 mn units in FY 2025-26, driven by strong demand for passenger vehicles and two-wheelers and growing acceptance of Indian-made vehicles.

Passenger vehicle sales reached 4.64 mn units, supported by fiscal measures, lower financing costs and stronger consumer confidence. Exports touched a record ~0.91 mn units, led by demand from the Middle East, Africa and Latin America.

Two-wheeler sales reached a record 21.7 mn units, supported by improved consumer spending, urban mobility needs, policy support and EV adoption. Exports rose to 5.18

mn units, backed by broader portfolios, better quality, brand acceptance and favourable currency trends.

Three-wheeler sales grew to ~0.84 mn units, supported by affordable last-mile mobility, higher economic activity and electric autorickshaw adoption. Exports also improved, particularly to Sri Lanka and African markets.

Commercial vehicles recorded their highest-ever sales at ~1.08 mn units, supported by freight growth, infrastructure spending, GST-led efficiencies and improved financing. Exports expanded steadily, led by neighbouring countries and the Middle East.

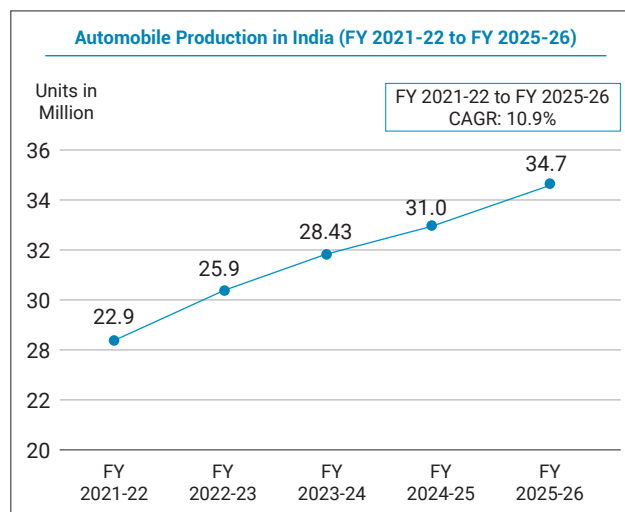
The industry is also shifting towards fuel efficiency, safety, reliability, electrification and better vehicle performance, increasing demand for advanced engineering components. India's manufacturing scale, export competitiveness and technology adoption support a favourable long-term outlook for precision automotive components.

Indian automotive industry outlook summary

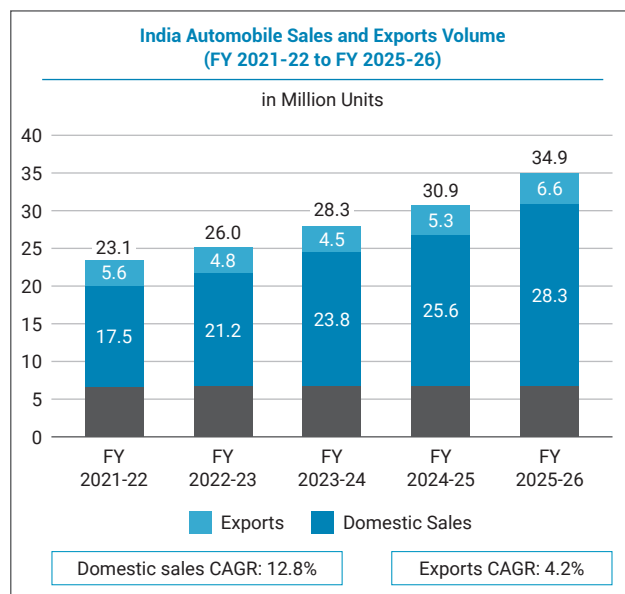
Outlook area	Key drivers / indicators	Implication for Sansera
Domestic demand	Improving consumer sentiment, better financing availability, infrastructure development and resilient demand across two-wheelers, passenger vehicles, commercial vehicles and three-wheelers.	Supports sustained demand for precision-engineered components across core automotive platforms.
Production scale	Automobile production reached approximately 34.7 million vehicles in FY2025-26.	Reinforces India's manufacturing depth and supports supplier scale, localisation and operating leverage.
Export momentum	Automobile exports rebounded to around 6.55 million units in FY2025-26.	Enhances opportunities for suppliers aligned to global sourcing and export-oriented programmes.
EV transition	EV sales surpassed 2.5 million units and overall EV penetration increased to 8.64% in FY2025-26.	Creates opportunities in xEV and technology-agnostic products while supporting portfolio diversification.
Hybrid adoption	Strong hybrid passenger vehicles increased to approximately 0.124 million units, or around 2.7% of the passenger vehicle market.	Supports demand for complex components across transition technologies and hybrid powertrain applications.
Key watch areas	Commodity prices, geopolitical uncertainty, logistics disruption, currency volatility and evolving policy frameworks.	Requires continued cost discipline, supply-chain resilience and balanced exposure across segments and customers.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Automobile Production in India



Source: SIAM industry statistics and annual automobile export releases; figures rounded to two decimals. Totals may differ from the summary table due to rounding and inclusion/exclusion of quadricycles.



Automobile exports rebounded to approximately 6.55 million units in FY 2025-26, led by two-wheelers and steady growth in passenger vehicles, while three-wheelers recovered and commercial vehicles remained broadly stable.

Sub-segment Volume Trends

The graphs summarise domestic and export volume trends for FY 2021-22 to FY 2025-26, with CAGR callouts across categories.

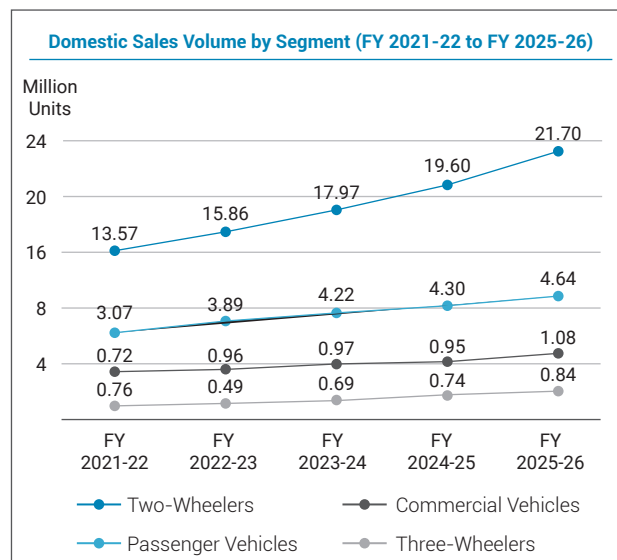


Figure 1: Domestic automobile sales by segment, showing broad-based growth led by two-wheelers and strong recovery in three-wheelers.

Domestic sales expanded across major categories, led by two-wheelers, while passenger vehicles grew steadily and commercial vehicles and three-wheelers recovered on infrastructure activity, freight movement, last-mile mobility and improved financing.

Export trends were more cyclical, with two-wheelers driving the FY 2025-26 recovery and passenger vehicles maintaining steady growth; three-wheelers improved from recent lows and commercial vehicles stayed broadly stable.

Overall, domestic demand remains the core growth engine, while exports offer incremental opportunity, particularly in two-wheelers and passenger vehicles.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

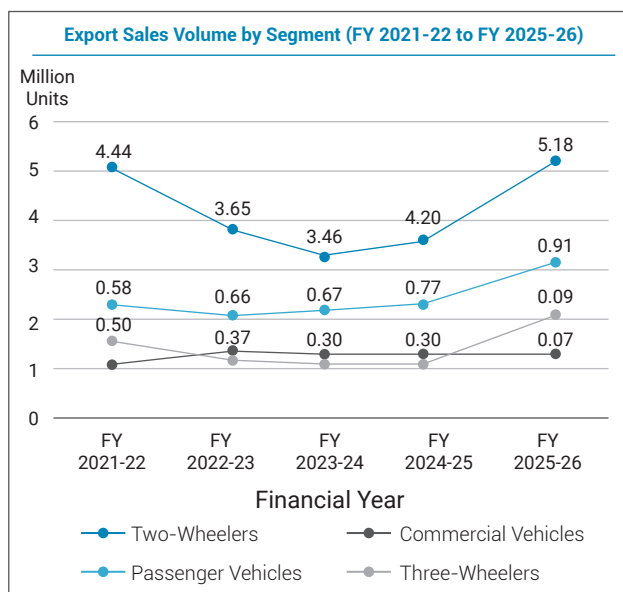


Figure 2: Automobile exports by segment, showing two-wheeler-led recovery and steady growth in passenger vehicle exports.

Source: SIAM industry statistics and annual automobile export releases; figures rounded to two decimals. Totals may differ from the summary table due to rounding and inclusion/exclusion of quadricycles.

The export recovery reinforces India's growing role as a competitive automotive manufacturing and sourcing hub, supported by two-wheeler scale and steady passenger vehicle export growth.

Outlook

The Indian automotive industry enters FY 2026-27 with a positive outlook, supported by economic growth, better

consumer sentiment, infrastructure investment, favourable financing and rising mobility needs.

External risks such as geopolitical tensions, commodity price volatility, currency movements and logistics disruptions may affect input costs and supply-chain efficiency. However, the sector's fundamentals remain strong, and easing external pressures would further support sustained growth.

Sources: SIAM, Auto Industry Performance FY 2025-26; ACMA, Auto Component Industry Review FY 2024-25.

INDIAN ELECTRIC AND HYBRID VEHICLE MARKET

India's EV and hybrid market grew strongly in FY 2025-26, supported by rising adoption, wider model availability, improving charging infrastructure and greater manufacturing localisation.

Source: IBEF, India Electric Vehicle Market, VAHAN portal data.

EV sales crossed 2.5 mn units in FY 2025-26, led by electric two-wheelers and supported by policy incentives, better charging access, product availability and growing consumer acceptance.

Electric three-wheelers remained central to last-mile mobility, while electric passenger vehicles gained traction on wider model options, improving charging access and stronger consumer confidence.

Electric commercial vehicles also gained momentum, driven by fleet electrification, sustainable logistics and institutional demand, creating new opportunities across the component ecosystem.

EV penetration trend by segment

Segment	FY 2025-26	FY 2024-25	FY 2023-24	Trend interpretation
Electric two-wheelers	~6.8%	~6.2%	~5.6%	Steady adoption, primarily scooter-led ¹
Electric passenger vehicles / 4W	~4.8%	~2.7%	~2.4%	Fastest acceleration among mainstream categories
Electric three-wheelers	33.7% for L5 passenger category	22.8% for L5 passenger category	12.6% for L5 passenger category	Highest penetration in last-mile passenger mobility; e-rickshaws and e-carts excluded from penetration calculation
Electric goods carriers	~1.4%	Not disclosed	Not disclosed	Early-stage adoption; fleet and logistics use cases emerging
Overall EV penetration	8.64%	7.8%	7.2%	Gradual but consistent broadening of EV adoption

Note: SIAM-based penetration compares EV registrations/sales with SIAM domestic industry sales volumes for the relevant vehicle category. Figures are indicative because EV data is primarily VAHAN registration-based while SIAM data reflects domestic wholesale sales.

¹Electric two-wheeler penetration is currently scooter-led, with electric scooters dominating urban personal mobility due to their affordability, ease of use, automatic operation, lower running cost and wider model availability. Electric motorcycles remain at a comparatively limited level of adoption, with current demand still much smaller than the scooter segment.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Hybrid adoption is emerging as a practical transition pathway. Strong hybrid passenger vehicle volumes rose from ~0.083 mn units in FY 2024-25 to ~0.124 mn units in FY 2025-26, increasing their share of the passenger vehicle market from ~1.9% to ~2.7%, led mainly by SUV and MPV demand.

Hybrids complement EVs by offering better fuel economy and lower emissions while reducing dependence on charging infrastructure. Expanding OEM portfolios should support further adoption.

Hybrid vehicle volume trends

Hybrid category	FY 2025-26	FY 2024-25	Trend interpretation
Strong hybrid passenger vehicles	~0.124 mn units ~2.7% of passenger vehicle market	~0.083 mn units ~1.9% of passenger vehicle market	Strong growth from a low base, led by SUV and MPV models

Source: Autopunditz and Autocar India/RushLane analysis based on VAHAN and industry data. FY 2025-26

Source: EV Reporter, India EV Sales by Category, FY 2025-26.

INDIAN AUTOMOTIVE COMPONENT SECTOR

The Indian auto component industry sustained strong momentum in FY 2025-26, with turnover rising 12.7% year-on-year to ₹7.60 Lac Cr. (USD 85.9 bn). Growth was supported by robust domestic demand, higher vehicle production, capacity and technology investments, and steady exports. Over five years, the sector more than doubled in size, growing at a CAGR of ~17%, reinforcing India's position as a competitive global automotive sourcing hub.

Domestic supplies to OEMs increased 16.3% year-on-year to ₹6.63 Lac Cr. (USD 75.0 bn), remaining the primary growth driver. Exports grew 5% to USD 24.0 bn (₹2.12 Lac Cr.), led by Europe, with engine components, drive transmission and steering systems forming over half of exports. Imports rose 13% to USD 25.4 bn (₹2.24 Lac Cr.), mainly for advanced and specialised components, resulting in a trade deficit of USD 1.37 bn and highlighting the scope for deeper localisation.

The aftermarket grew 9% to ₹1.08 Lac Cr. (USD 12.3 bn), supported by a larger vehicle parc and increasing formalisation of service channels. EV component supplies accounted for 4.6% of domestic OEM supplies, excluding lithium-ion battery cost, indicating a gradual shift towards electrification-led opportunities.

Looking ahead, growth is expected to be supported by mobility transformation, global sourcing from India, manufacturing investments and deeper value-chain integration. Key risks include geopolitics, supply-chain disruption, logistics costs, raw material volatility and critical mineral availability, especially rare-earth magnets. Continued focus on localisation, advanced manufacturing, digitalisation, innovation and resilience will be critical to strengthening the sector's domestic and export competitiveness.

Source: ACMA, Auto Component Industry Performance Review FY 2025-26.

POSITIONED FOR THE NEXT PHASE OF GROWTH

Against this industry backdrop, Sansera's relevance lies in its ability to supply high-precision, performance-critical components across both established and emerging mobility platforms. Its diversified capability base positions the Company to participate in demand from ICE, hybrid, electric, and non-automotive applications. Backed by strong OEM relationships, engineering expertise, and a focus on innovation, automation, and precision manufacturing, the Company continues to strengthen its competitive advantage. As the industry expands and integrates further with global supply chains, Sansera is ready to capture new opportunities and drive sustainable growth.

PRECISION ENGINEERED COMPONENTS INDUSTRY

The global precision engineered components industry continues to expand on the back of increasing demand for high-performance, high-accuracy and mission-critical components across automotive, aerospace, defence, semiconductor, industrial equipment, electronics and medical technology applications. As end-use industries demand tighter tolerances, superior surface finishes, lighter materials and more complex geometries, suppliers with advanced machining, process engineering, automation and quality capabilities are becoming increasingly important within global manufacturing value chains.

Industry growth is also being shaped by the adoption of multi-axis CNC machining, digital manufacturing systems, hybrid production models, in-house automation, advanced surface treatment and integrated assembly capabilities. These trends are raising entry barriers and favouring companies that can combine precision, repeatability, cost competitiveness, engineering depth and reliable execution at scale.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Industry trend	Market implication	Relevance for Sansera
Higher precision and tighter tolerances	Customers increasingly require components with superior accuracy, repeatability and reliability.	Supports Sansera's positioning in high-precision machined components and complex assemblies.
Rising component complexity	Demand is shifting towards larger, more complex and higher value-added components.	Aligns with Sansera's expanded machining capability, including larger structural and precision components.
Automation and digital manufacturing	Manufacturers are using automation, multi-axis machining and digital systems to improve productivity and consistency.	Complements Sansera's in-house automation, machine-building and process engineering capabilities.
Diversification beyond automotive	Aerospace, defence, semiconductor and industrial applications are expanding the addressable market for precision suppliers.	Strengthens Sansera's ADS and semiconductor growth platform and supports portfolio diversification.
Supply-chain resilience and localisation	OEMs and global customers are prioritising dependable suppliers with manufacturing depth and quality systems.	Enhances Sansera's relevance as a reliable precision engineering partner with scale, quality and execution capability.

Source: Third-party precision machining market estimates.

Sansera is well positioned to benefit from these trends through its established precision engineering capabilities, integrated manufacturing footprint, customer relationships and ongoing investment in higher-value applications. The Company's diversification into aerospace, defence and semiconductor components, combined with its ability to serve both automotive and non-automotive programmes, provides a strong platform to participate in the next phase of precision manufacturing growth.

AEROSPACE COMPONENTS INDUSTRY

The aerospace components industry is benefiting from rising aircraft production requirements, fleet modernisation, localisation of aerospace supply chains and increased demand for high-precision, safety-critical parts. Aerospace components typically require stringent quality standards, extended qualification cycles, traceability, material discipline and highly reliable manufacturing processes. These characteristics create strong entry barriers and favour suppliers with proven engineering capability, process control, advanced machining and long-term customer relationships.

Demand for aerospace components is also supported by the increasing complexity of structural, engine and precision assemblies, the use of advanced materials and the need for suppliers that can deliver consistent quality at scale. As global aerospace OEMs and Tier-I suppliers continue to diversify sourcing and strengthen supply-chain resilience, India is emerging as a credible manufacturing base for precision-engineered aerospace components.

Industry driver	Market implication	Relevance for Sansera
Higher aircraft production and fleet modernisation	Increases demand for reliable, precision-machined components and assemblies.	Supports Sansera's participation in aerospace programmes through high-precision manufacturing capability.
Stringent quality and certification requirements	Creates entry barriers and requires disciplined process controls, traceability and repeatability.	Aligns with Sansera's quality systems, engineering depth and experience in performance-critical components.
Complex structural and precision components	Customers require larger, more complex and higher value-added components.	Matches Sansera's expanded machining capability, including larger components up to 4 metres.
Supply-chain localisation and resilience	OEMs and Tier-I suppliers are diversifying sourcing and seeking dependable manufacturing partners.	Enhances Sansera's relevance as an India-based supplier with integrated manufacturing and execution capability.
Advanced machining and surface treatment	Precision, repeatability and surface integrity are critical for aerospace applications.	Supports Sansera's ADS growth platform through 5-axis machining and in-house surface treatment capabilities.

Sources: Press Information Bureau; Union Budget FY2026-27 defence allocation; third-party aerospace and defence market estimates.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Sansera's aerospace opportunity is closely linked to its broader ADS strategy. The Company's ability to machine larger and more complex components, supported by advanced 5-axis machining, surface treatment capability and disciplined quality systems, positions it to participate in higher-value aerospace applications. As aerospace customers increasingly prioritise supplier reliability, manufacturing depth and long-term execution capability, Sansera is well placed to strengthen its role in this attractive and structurally growing segment.

SEMICONDUCTOR EQUIPMENT COMPONENTS INDUSTRY

The semiconductor equipment components industry is entering a structurally attractive phase, supported by global investments in semiconductor manufacturing, advanced packaging, testing and related equipment ecosystems. As fabrication and packaging technologies become more capital-intensive and process-sensitive, equipment manufacturers require precision-engineered

components that meet exacting standards for dimensional accuracy, surface finish, cleanliness, material integrity and process reliability. These demanding requirements create meaningful entry barriers and favour suppliers with advanced machining capability, disciplined quality systems, engineering collaboration and dependable delivery performance.

India's semiconductor ecosystem is gaining momentum through policy support, investment commitments and the development of domestic capabilities across fabrication, assembly, testing, packaging and design. The India Semiconductor Mission and related investment programmes are expected to deepen local participation in the semiconductor value chain over the long term. For precision component suppliers, this creates an emerging opportunity to serve semiconductor equipment manufacturers and ecosystem participants through high-accuracy machining, complex component manufacturing, repeatable process capability and reliable qualification support.

Industry driver	Market implication	Relevance for Sansera
Global semiconductor capacity expansion	Rising investment in fabs, packaging, testing and equipment platforms is increasing demand for high-precision equipment components.	Supports Sansera's participation in a high-complexity component opportunity linked to semiconductor equipment supply chains.
High accuracy and cleanliness requirements	Components must meet stringent dimensional, surface finish, material integrity and contamination-control expectations.	Aligns with Sansera's precision machining discipline, process controls and quality-led manufacturing approach.
Complex and larger components	Equipment platforms increasingly require larger, more complex and higher value-added machined components.	Matches Sansera's expanded machining capability, including the ability to manufacture larger components up to 4 metres.
India semiconductor ecosystem development	Policy support and investment commitments are expected to strengthen domestic semiconductor manufacturing, packaging and testing capability.	Creates a long-term opportunity for Sansera to participate in India-linked semiconductor equipment and supply-chain programmes.
Supplier qualification and reliability	Long qualification cycles and stringent reliability requirements favour trusted suppliers with repeatable execution and customer confidence.	Strengthens Sansera's positioning through customer engagement, quality discipline, process reliability and commencement of regular production.

Sansera's semiconductor opportunity is closely aligned with its broader ADS strategy and capability expansion. The commencement of regular semiconductor component production, supported by advanced machining, surface treatment capability and high-precision manufacturing experience, positions the Company to participate in this emerging, high-complexity opportunity. As semiconductor supply chains increasingly seek qualified, reliable and scalable manufacturing partners, Sansera's engineering depth, quality discipline and execution track record provide a strong foundation for long-term participation in this segment.

Taken together, the macroeconomic and industry context establishes a favourable long-term opportunity landscape for Sansera. India's resilient growth outlook, the scale of global and domestic automotive markets, accelerating xEV and hybrid adoption, rising demand for precision engineered components, and expanding aerospace and semiconductor ecosystems all point towards increasing demand for suppliers with advanced machining capability, quality discipline, customer proximity and execution reliability. Sansera's strategic positioning is therefore anchored in strengthening its core automotive franchise while scaling technology-agnostic, xEV, aerospace, defence

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

and semiconductor platforms that can support higher value addition, portfolio diversification and sustainable long-term growth.

Positioned for the Next Phase of Growth

Sansera is scaling its Aerospace, Defence and Semiconductor business through targeted capability expansion and portfolio diversification. Its advanced 5-axis machining capability now enables components up to 4 metres, expanding its addressable market for larger structural, engine and precision applications. In semiconductors, volume production commenced during FY 2024-25, with deeper customer engagement across multiple programmes.

With new business representing peak annual revenue potential of approximately ₹19,194 mn and an ADS unexecuted order backlog of approximately ₹44,638 mn as of March 2026, executable over the next five years, Sansera has strong growth visibility. The Company's focus on non-automotive and next-generation mobility platforms is expected to strengthen its revenue mix and support long-term diversified growth.

Business Overview

Established in 1981, Sansera Engineering Limited ('Sansera' or 'the Company') has built a strong legacy in high-precision machined components for critical automotive and non-automotive applications. The Company supplies performance-critical components for internal combustion engine platforms as well as technology-agnostic systems across engines, transmissions, chassis, suspension and braking applications for two-wheelers, passenger vehicles, commercial vehicles and off-road vehicles. Its long-standing relationships with leading OEMs reflect sustained trust in Sansera's engineering capability, reliability and precision manufacturing at scale.

Beyond traditional mobility, Sansera applies its precision engineering capabilities to technologically demanding sectors such as aerospace, defence, agriculture, industrial applications and semiconductor equipment. This diversification reflects the Company's focus on advanced processes, stringent tolerances and higher-value manufacturing opportunities aligned with evolving global and domestic supply chains.

The Sansera Group operates 18 integrated manufacturing facilities, comprising 17 facilities in India and one specialised facility in Sweden. Supported by more than 529 engineering specialists, the Company's capabilities span aerospace assemblies, machine building, in-house automation and deep powertrain engineering, enabling it to

support production roadmaps for established OEMs as well as emerging mobility platforms.

Sansera is also expanding into engine-agnostic and xEV components, including solutions for hybrid powertrains. This positions the Company to participate in emerging mobility opportunities while leveraging its established manufacturing infrastructure, customer relationships and precision engineering capabilities.

Growth Strategies

- Fuelling Growth through Capacity Building
- Leveraging Opportunity in the Emerging Auto Technologies
- Amplifying Efficiency through Digitisation and Innovation
- Bolstering Prospects with Strategic Investment
- Future-proofing Business with Strategic Diversification

Expanding Horizons Through a Strategic Joint Venture

To accelerate diversification and strengthen its technology-agnostic mobility portfolio, Sansera formed Bengaluru-based Nichidai Sansera Private Limited, a 60:40 joint venture with Nichidai Corporation, Japan. The partnership combines Nichidai's 50+ years of expertise in precision dies, forged components and advanced manufacturing with Sansera's manufacturing footprint and customer relationships in India. Sansera will invest ₹500 million in one or more tranches to support the venture's growth.

The joint venture will manufacture precision forged and machined aluminium and steel components, including differential assemblies, compressors, driveline systems and other advanced automotive applications, with a focus on cold and warm forging. It is expected to help Sansera serve domestic and global markets, broaden its precision-engineered portfolio, reduce dependence on traditional IC engine components and capture opportunities in emerging mobility segments.

Operational Review, 2025-26

A challenging global environment resulted in subdued order inflows from international customers. However, Sansera used the year to strengthen its operating platform by expanding its product portfolio, enhancing capability for larger and more complex components, and improving the transition from first article inspections to commercial production. These initiatives improved customer responsiveness and reinforced the Company's position in precision engineering-led sectors.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Sansera invested ₹5,097 million during FY 2025-26, primarily in plant and machinery, to strengthen manufacturing capability and support future growth. Key milestones included commissioning the Pantnagar facility for crankshaft assemblies and commencing regular production of semiconductor components, further advancing the Company's diversification strategy.

In Aerospace, Defence and Semiconductor (ADS), Sansera expanded its addressable market by entering larger and more complex structural components, supported by in-house surface treatment and enhanced machining capabilities. Future investments will focus on ADS capacity expansion, additional forging capacity at Pantnagar Plant 6, higher machining capacity at Bengaluru Plant 2 and the Nichidai-Sansera Joint Venture for technology-agnostic and xEV precision components. Backed by a strong order book and sizeable ADS backlog, these initiatives support sustained growth and the Company's objective of increasing emerging segments to 40% of revenue mix.

Performance driver	Management commentary		
Revenue growth	Supported by core platform demand, new programme ramp-ups and strong momentum in ADS product sales.		
Margin improvement	Driven by operating leverage, productivity gains, automation, cost discipline, better utilisation and a richer business mix.		
PAT growth	Enabled by EBITDA expansion, lower finance cost and sharper execution across operating and financial levers.		
Business mix	Enhanced by rising contribution from non-automotive, technology-agnostic and xEV-linked opportunities.		
Product category	FY2025-26 product sales	Share of total product sales	YoY growth
Auto ICE	₹23,041 million	70.1%	10.9%
Technology-agnostic and xEV	₹4,449 million	13.5%	6.9%
Non-auto	₹5,375 million	16.4%	63.9%

Source: Company management information and order book disclosures for FY2025-26.

ADS AND SEMICONDUCTOR GROWTH PLATFORM

The ADS business was a standout contributor in FY2025-26. ADS product sales increased by 155.3% year-on-year to ₹3,155 million, achieving the Company's stated guidance for the segment. Including scrap sales, ADS revenue stood at approximately ₹3,498 million, underscoring the rising contribution of non-automotive businesses and validating Sansera's strategic diversification agenda.

The commencement of regular semiconductor component production, expanded machining capability for larger and more complex parts, and broader customer engagement across aerospace, defence and semiconductor programmes strengthened Sansera's competitive position in these markets. The Company has expanded machining capability from components of around 1.5 metres to components of up to 4 metres, supported by advanced 5-axis machining and surface treatment capability.

Backed by an order book translating into peak annual revenues from new business of approximately ₹19,194 million, Sansera has meaningful medium-term revenue visibility. The ADS business had an unexecuted order backlog of approximately ₹44,638 million as of 31 March

2026, expected to be executed over the next five years, strengthening the Company's diversified growth profile.

Segment wise Orderbook* (₹ in bn)

The Company's secured order book stood at approximately ₹19,194 million as of March 2026 and represents the peak annual revenue potential of confirmed programmes, including letters of intent and purchase orders where production has commenced after 1 April 2026 or is yet to begin. The order book is expected to reach peak annual revenue contribution over the next three years as programmes mature and production ramps up.

Separately, the ADS business had an unexecuted order backlog of approximately ₹44,638 million as of 31 March 2026, expected to be executed over the next five years. This distinction provides clearer visibility on peak annual revenue potential and cumulative backlog execution.

Order inflows from international customers remained subdued during the year due to global macroeconomic and geopolitical uncertainty. However, the Company continues to pursue new orders across business segments to strengthen its future growth pipeline.



- ## Financial Review

Key financial metric	FY2025-26	FY2024-25	YoY change	Key takeaway
Revenue from operations	₹34,979 million	₹30,168 million	15.9%	Demonstrates scalable growth supported by core programme demand and increasing contribution from diversified businesses.
EBITDA	₹6,321 million	₹5,148 million	22.8%	Reflects stronger operating leverage, disciplined cost management and productivity-led margin accretion.
EBITDA margin	18.07%	17.06%	5.9%	Indicates improved earnings quality, supported by execution discipline and a more value-accretive business mix.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Key financial metric	FY2025-26	FY2024-25	YoY change	Key takeaway
Profit after tax	₹3,269 million	₹2,169 million	50.7%	Highlights significant bottom-line expansion from operating performance, lower finance cost and improved financial efficiency.
PAT margin	9.34%	7.19%	29.9%	Signals stronger profitability conversion and improved ability to translate revenue growth into shareholder earnings.
ROCE	16.72%	15.24%	9.71%	Shows improving capital productivity and disciplined deployment of invested capital.
Debt service coverage ratio	1.95	1.13	72.6%	Demonstrates enhanced balance-sheet resilience and stronger capacity to service obligations while funding growth.
EPS - Basic	₹52.09	₹37.41	39.2%	Reflects stronger earnings delivery and improved value creation for shareholders.

Key Financial Indicators

Ratio	2025-26	2024-25	Change (%)	Reason for Deviation
EBITDA Margin	18.07%	17.06%	5.9	
PAT Margin	9.34%	7.19%	29.9	Improved cash conversion and lower finance cost
Pre-Tax OCF/EBITDA	82.10%	85.79%	-4.3	
Return on Capital Employed (ROCE)	16.72%	15.24%	9.71	
Current Ratio	1.75	2.55	-31.3	
Debt-to-Equity Ratio	-0.01	0.11	-90.9	Reduced Debt post QIP
Debt Service Coverage Ratio	1.95	1.13	72.6	Increased Earnings and Significant reduced debt
Return on Equity	11.1%	10.50%	5.7	

Notes

- EBITDA = Earnings Before Interest, Tax, Depreciation & Amortisation, and Other Income
- EBITDA Margin = EBITDA/Total Revenue
- PAT Margin = Net Profit after Taxes/Revenue from Operations
- Pre-tax OCF/EBITDA = Pre-Tax Operating Cash Flow/EBITDA
- Return on Capital Employed (ROCE) = EBIT/ Capital Employed
- Capital Employed = Tangible Net Worth + Net Debt
- Net Debt = Long-term Borrowings + Short-term Borrowings less Cash and Cash Equivalent and Bank Balance
- Current Ratio = Current Assets/Current Liabilities
- Debt-to-Equity Ratio = Long-term Borrowings + Short-term Borrowings/Shareholders' Equity

- Debt Service Coverage Ratio = Earnings Available for Debt Servicing/Debt Servicing
- Return on Equity = Net Profit after Taxes/Average Shareholders' Equity

Risk Management

Sansera's risk management framework is designed to protect business continuity, preserve financial resilience and support sustainable value creation in a dynamic operating environment. The Company actively monitors economic volatility, market and technology shifts, talent availability, counterparty exposure, competition, liquidity constraints, procurement disruption and cybersecurity threats through structured governance oversight, operational reviews and mitigation planning. Its diversified customer base, expanding product portfolio, disciplined capital allocation, robust internal controls and continued investment in people, systems and technology provide a strong foundation to manage uncertainty while pursuing long-term growth.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Risk area	Risk factor	Key mitigation approach	Value protection objective
Economic and geopolitical volatility	Inflation, geopolitical uncertainty, trade tensions, tariff changes and external demand volatility may affect customer schedules, exports, input costs and operating continuity.	Monitor order book trends, customer schedules, market movements and geopolitical developments; diversify across sectors, customers and geographies.	Protect revenue visibility and reduce exposure to external demand shocks.
Market and technology transition	Changes in customer preferences, electrification, xEV adoption and regulatory requirements may affect product relevance and programme opportunities.	Expand technology-agnostic and xEV product portfolio; increase participation in ADS, semiconductor and emerging mobility applications.	Maintain product relevance and strengthen long-term growth optionality.
Talent availability and capability	Growth, innovation and execution may be constrained by the availability, retention and development of skilled technical, operational and leadership talent.	Invest in training, coaching, mentoring, leadership development and targeted hiring for specialised skills.	Support execution capability, succession depth and innovation-led growth.
Counterparty and credit exposure	Customer or financial counterparty defaults may affect revenue realisation, cash flows and financial stability.	Monitor customer and financial counterparty obligations, review exposure levels and maintain provisions where required.	Protect cash flows, revenue realisation and financial stability.
Competition and margin pressure	Increased competition in domestic and international markets may pressure market share, pricing power and margins.	Leverage technical capability, quality systems, customer relationships, innovation and precision manufacturing excellence.	Defend market position and sustain value-added growth.
Liquidity and funding flexibility	Insufficient liquidity or constrained funding access may affect the Company's ability to meet obligations and fund growth initiatives.	Maintain adequate liquidity, banking lines, disciplined working-capital management and prudent balance-sheet oversight.	Ensure ability to meet obligations while funding strategic growth.
Procurement and supply-chain disruption	Supplier instability, input price volatility, logistics disruption and dependency on limited sources may affect production continuity and cost efficiency.	Monitor input prices, develop contingency plans and broaden the supplier base to reduce dependency.	Improve operational continuity and cost resilience.
Cybersecurity and information protection	Cyber intrusion, system vulnerabilities or data breaches may affect data integrity, sensitive information, business continuity and reputation.	Conduct vulnerability assessments, upgrade security tools and maintain a cybersecurity risk management framework.	Protect data integrity, sensitive information, business continuity and reputation.

Internal Control Systems and Their Adequacy

The Company's internal control systems and audit mechanisms are designed to safeguard assets and ensure the accuracy of financial and operational information. Clearly defined authorisation protocols support adherence to policies, procedures and regulatory requirements. Regular audits across functions and departments evaluate compliance, identify areas for improvement and support sustained improvements in operational performance.

ESG and Human Resources

Sansera's ESG approach is embedded in its strategic and operational priorities, with the leadership team integrating Environmental, Social and Governance principles across the organisation. The Company's sustainability focus includes responsible growth, circular manufacturing practices, waste reduction, resource conservation and lower environmental impact, while remaining aligned with regulatory requirements and stakeholder expectations.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

These initiatives reinforce Sansera's reputation as a dependable, forward-looking manufacturing partner while supporting operational excellence, innovation and long-term resilience. The Company continues to pursue practices that create value for both business and society, strengthening confidence in the quality and sustainability of its growth model.

Human resources remain a core driver of performance, culture and organisational development at Sansera. The Company invests in targeted training and development, continuous learning, capability building and workplace safety, while fostering a culture of diversity, inclusion, respect, employee engagement and accountability. Sansera maintains a zero-tolerance stance on discrimination and harassment to support a safe, inclusive and productive work environment.

Metric / Focus area	FY2025-26 disclosure	Relevance
Workforce strength	12,443 employees as of 31 March 2026	Reflects the scale of Sansera's manufacturing platform and its ability to support growth across automotive, ADS and semiconductor opportunities.
ESG integration	ESG principles embedded into strategic and operational priorities	Supports responsible growth, governance discipline and stakeholder trust.
Circular manufacturing	Practical circular manufacturing practices focused on reducing waste, conserving resources and limiting environmental impact	Strengthens operational resilience and aligns manufacturing growth with sustainability expectations.
Employee development	Targeted training and development, continuous learning and capability building	Supports execution capability, productivity improvement and readiness for higher-value programmes.
Workplace culture	Focus on diversity, inclusion, respect, engagement, accountability and zero tolerance for discrimination and harassment	Reinforces a safe, inclusive and performance-oriented culture.

Source: Company ESG Commitments and Human Resources disclosures for FY2025-26.

Outlook

Sansera enters FY2026-27 with a stronger operating platform, a diversified opportunity pipeline and improving visibility across automotive and non-automotive businesses. While global macroeconomic and geopolitical uncertainty may continue to influence customer schedules and export demand, the Company's priorities remain focused on deepening customer relationships, scaling higher-value programmes, expanding ADS and semiconductor capabilities and increasing the contribution of emerging segments to the revenue mix.

Over the medium term, Sansera is focused on building a more diversified, higher-margin and value-accretive platform, supported by stronger value addition, deeper customer engagement and disciplined capital allocation. These priorities are expected to strengthen resilience, improve earnings quality and support long-term shareholder value creation.

Cautionary Statement

The statements in the Management Discussion and Analysis section describing the Company's objectives, projections, estimates, and predictions may be considered as forward-looking statements. All statements that address expectations or predictions, including, but not limited to, statements about the Company's strategy for growth, product development, market positioning, expenditures, and financial results, are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance, or achievement may, thus, differ materially from those projected in such forward-looking statements. The Company assumes no responsibility to publicly amend, modify, or revise any forward-looking statement based on any subsequent developments, information, or events. To avoid duplication and repetition, certain heads of information required to be disclosed in the Management Discussion and Analysis have been included in the Board's Report.

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/ joint ventures

Name of the Company: Sansera Engineering Limited

PART "A": SUBSIDIARIES

CIN/ any other registration number of subsidiary company	U29220KA1983PTC005690	142756 C1/GBL	556783-7611
Name of Subsidiary Company	Fitwel Tools and Forgings Private Limited	Sansera Engineering Pvt. Ltd. Mauritius.	Sansera Sweden AB.
The date since when subsidiary was acquired	1-Aug-14	4-Nov-16	14-Apr-17
Provisions pursuant to which the Company has become a subsidiary	2(87)(ii)	2(87)(ii)	2(87)(ii)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	EURO 1 EURO = INR (a) Average: 103.20 (b) Closing: 109.00	SEK 1 SEK = INR (a) Average: 9.45 (b) Closing: 9.99
Share Capital	3.56	1,266.09	561.14
Reserves & surplus	668.54	16.37	(101.23)
Total Assets	1,633.52	1,284.10	2,684.79
Total Liabilities	961.42	1.64	2,224.88
Investments	-	1,241.90	-
Turnover	2,285.97	-	2,781.32
Profit/loss before taxation	132.92	(3.07)	217.87
Provision for Tax	40.03	-	-
Profit/loss after taxation	92.89	(3.07)	217.87
Proposed Dividend	-	-	-
Extent of shareholding (in percentage)	70%	100%	100%

(Information in respect of each subsidiary to be presented with amounts in mn)

Number of Subsidiaries including Step-Down: 3

ANNEXURE 2 (Contd.)

PART "B": ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:

Number of Associate/ Joint Venture: 2 (Two)

Name of associates/Joint Ventures	MMRFIC Technology Private Limited (Associate)	Nichidai Sansera Private Limited (Joint Venture)
1. Latest Audited Balance Sheet Date	March 31, 2026.	-
2. Date on which the Associate or Joint Venture was associated or acquired	August 18, 2023.	February 25, 2026
3. Shares of Associate/Joint Ventures held by the Company on the year end	Investment in equity instruments (366,044 (March 31, 2025: 237,530) equity shares of ₹1 each fully paid up) Investment in preference shares 37,310 (March 31, 2025: Nil) Series A1 Compulsorily Convertible Preference Shares of ₹ 100 each fully paid up 55,970 (March 31, 2025: Nil) Series A2 Compulsorily Convertible Preference Shares of ₹ 100 each fully paid up 55,970 (March 31, 2025: Nil) Series A3 Compulsorily Convertible Preference Shares of ₹ 100 each fully paid up 37,310 (March 31, 2025: 37,310) Series A4 Compulsorily Convertible Preference Shares of ₹ 100 each fully paid up Nil (March 31, 2025: 37,310) Series A5 Compulsorily Convertible Preference Shares of ₹ 100 each fully paid up	60% holding by the Company.
Amount of Investment in Associates / Joint Ventures	₹ 300.00 million	₹ 1,20,000/-
Extent of Holding (%)	34.42% (excluding CCPS due for conversion into equity shares)	60%
4. Description of how there is significant influence	Board Composition: Sansera has two nominee directors out of total four directors on the board of MMRFIC	Nil
5. Reason why the Associate / Joint Venture is not consolidated	MMRFIC is an associate	Being the Joint Venture

ANNEXURE 2 (Contd.)

Name of associates/Joint Ventures	MMRFIC Technology Private Limited (Associate)	Nichidai Sansera Private Limited (Joint Venture)
6. Net worth attributable to shareholding as per latest Audited Balance Sheet	NA	NA
7. Profit/ Loss for the year	₹ 10.34 million	-
i. Considered in Consolidation	Yes to the extent of holding based on pro-rata basis.	-
ii. Not considered in Consolidation	-	-

- Name of Associate or Joint ventures which are yet to commence operations: Nichidai Sansera Private Limited.
- Name of Associate or Joint ventures which have been Liquidated or sold during the year: None

For and on behalf of the Board of Directors of Sansera Engineering Limited

S Sekhar Vasan

Managing Director
DIN: 00361245

F R Singhvi

Joint Managing Director
DIN: 00233146

B R Preetham

Executive Director and Chief Executive Officer
DIN: 03499506

Vikas Goel

Chief Financial Officer

Rajesh Kumar Modi

Company Secretary

Place: Bengaluru
Date: August 12, 2026

Details of Remuneration of Directors, KMPs and Employees and comparatives

[Pursuant to Section 197(12) and Rule 5(1) of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1. The ratio of remuneration of each director to the median remuneration of employees of the Company:

Sr. No.	Name	Designation	Ratio (Times)
1.	Mr. S Sekhar Vasan	Chairman & Managing Director	71.79
2.	Mr. F R Singhvi	Joint Managing Director	71.79
3.	Mr. B R Preetham	Executive Director & Group CEO	58.45
4.	Mr. Muthuswami Lakshminarayan	Independent Director	5.21
5.	Mrs. Revathy Ashok	Independent Director	5.41
6.	Mr. Samir Purushottam Inamdar	Independent Director	5.11

2. The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in 2025-26:

Sr. No.	Name	Designation	Percentage Increase over previous year
1.	Mr. S Sekhar Vasan	Chairman & Managing Director	31.12
2.	Mr. F R Singhvi	Joint Managing Director	31.12
3.	Mr. B R Preetham	Executive Director & Group CEO	29.47
4.	Mr. Muthuswami Lakshminarayan	Independent Director	Nil (excluding sitting fees)
5.	Mrs. Revathy Ashok	Independent Director	Nil (excluding sitting fees)
6.	Mr. Samir Purushottam Inamdar	Independent Director	Nil (excluding sitting fees)
7.	Mr. Vikas Goel	Chief Financial Officer	7.65
8.	Mr. Rajesh Kumar Modi	Company Secretary and Compliance Officer	8.02

- The percentage increase in the median remuneration of employees in the 2025-26: 3.66% (excluding Contract Employees)
- The number of permanent employees on the rolls of the Company: 2,561
- Average percentile increase already made in the salaries of employees other than the managerial personnels in the last financial year: 11.13%
- Affirmation that the remuneration is as per the remuneration policy of the Company and Annual increments, if any, are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1, of each year: Yes

ANNEXURE 3 (Contd.)

Information as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

A statement containing, inter alia, the names of top ten employees in terms of remuneration drawn and every employee employed throughout the financial year and in receipt of remuneration of ₹10.20 million or more and, employees employed for part of the year and in receipt of remuneration of ₹0.85 million or more per month, pursuant to Rule 5(2) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 remuneration shall be provided to the Shareholders upon request to the Company at rajesh.modi@sansera.in. Further, the Annual Report is being sent by email to the Shareholders excluding the aforesaid information in terms of section 136 of Companies Act, 2013.

On Behalf of Board of Directors

S. Sekhar Vasan

Chairman & Managing Director

DIN:00361245

Place: Bengaluru

Date: August 12, 2026

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026

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

To,

The Members,

Sansera Engineering Limited

CIN: L34103KA1981PLC004542

Plant-7, No.143/A, Jigani Link Road,

Bommasandra Industrial Area,

Anekal Taluk, Bengaluru – 560105.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sansera Engineering Limited (hereinafter called the "Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026, according to the provisions of:

- i. The Companies Act, 2013 ('the Act') and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: To the extent applicable;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: To the extent applicable;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: Not Applicable during the year under review;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: To the extent applicable;
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: Not applicable as the Company has not issued any Non-Convertible securities during the financial year under review;
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and

ANNEXURE 4 (Contd.)

- i. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - Not Applicable as the Company has not done any buyback of its securities during the financial year under review.
 - vi. The following key / significant laws as specifically applicable to the Company: -
 1. The Environment (Protection) Act 1986
 2. The Water (Prevention and Control of Pollution) Act, 1974 and Rules, 1975
 3. The Air (Prevention and Control of Pollution) Act 1981 and Rules 1982
 4. Central Ground Water Authority (Guidelines to regulate and control ground water extraction in India) 2020
 5. Revised National Ambient Air Quality Standard, Notification, 2009
 6. Noise Pollution (Regulation and Control) Rules 2000
 7. The Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 and the Honorable Supreme Court Order dated October 14, 2003, related to Hazardous Wastes Management.
 8. The Bio-Medical Waste Management Rules, 2016
 9. The Solid Waste Management Rules, 2016 amended 2020
 10. The Plastic Waste Management Rules, 2016
 11. The E-Waste (Management) Rules, 2016 amended 2018
 12. The Batteries (Management and Handling) Rules 2001
 13. The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989
 14. The Factories Act, 1948 and The Karnataka Factories Rules, 1969
 15. The Karnataka Factories (Safety Audit) Rule, 2016
 16. The Petroleum Act, 1934 and The Petroleum Rules, 2002
 17. The Static and Mobile Pressure Vessels Rules, 2016
 18. The Gas Cylinders Rules, 2016
 19. The Electricity Act, 2003 and The Central Electricity Authority (Measures Relating to Safety and Electric Supply) Regulations, 2010
 20. The Motor Vehicle Act 1988
 21. Food Safety and Standards Act, 2006 and the Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011
 22. Contract Labour (Regulation & Abolition) Act, 1970 and the Rules made thereunder
 23. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal), 2013
 24. Payment of Wages Act, 1936 read with the rules made thereunder
 25. Payment of Gratuity Act, 1972 read with the rules made thereunder
 26. Minimum Wages Act, 1948 read with the rules made thereunder
 27. Maternity Benefit Act, 1961 read with the rules made thereunder
- We have also examined compliance with the applicable clauses/regulations of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI);
 - (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Ltd.
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
- However, the Statutory Auditors reported a case involving misappropriation of funds by an ex-employee of the Company amounting to ₹12.21 million during the earlier years and the year under audit, in Form ADT-4 to the Central Government. Investigation in this matter has been completed, and the Company is in the process of recovering the losses from its former employee through legal process.

ANNEXURE 4 (Contd.)

We further report that: -

- i. The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- ii. Except in case of meetings being convened at shorter notice, adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- iii. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- iv. We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion

that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines; and

- v. As informed, the Company has responded to notices for demands, claims, penalties etc. levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

For BMP & Co. LLP,
Company Secretaries

Komal S. Shrimankar

Partner

ACS No: 47702

CP No: 27905

PR NO.: 6562/2025

UDIN: A047702H001092559

Place: Mumbai

Date: August 12, 2026

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

ANNEXURE 4 (Contd.)

ANNEXURE A

To,

The Members,

Sansera Engineering Limited

CIN: L34103KA1981PLC004542

Plant-7, No.143/A, Jigani Link Road,

Bommasandra Industrial Area,

Anekal Taluk Bengaluru – 560105.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We further report that, based on the information provided by the Company, its officers, and authorised representatives during the conduct of the audit and also on the review of quarterly compliance report issued by the respective departmental heads/Company Secretary/Managing Director & CEO, taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labour laws & Environment laws and Data protection policy.
8. We further report that the Compliance by the Company of applicable financial laws like Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For BMP & Co. LLP,
Company Secretaries

Komal S. Shrimankar
Partner

ACS No: 47702

CP No: 27905

PR NO.: 6562/2025

UDIN: A047702H001092559

Place: Mumbai

Date: August 12, 2026

FORM NO. AOC- 2

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

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

Name of the Company: Sansera Engineering Limited

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Your company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during 2025-26.

2. Details of material contracts or arrangement or transactions at arm's length basis:

S. No	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number& nature of relationship	1) Fitwel Tools & Forgings Private Limited (Subsidiary) (CIN: U29220KA1983PTC005690) 2) Sansera Engineering Pvt Ltd, Mauritius (Subsidiary) (Registration Number: 142756 C1/GBL) 3) Sansera Sweden AB (Step-Down Subsidiary) (Registration Number: 556783-7611) 4) MMRFIC Technology Private Limited (Associate) (CIN: U72200KA2014PTC077359)
2	Nature of contracts/ arrangements/ transactions	1) Subsidiary and Step-Down Subsidiary: Purchase/sale of Raw material/job work. 2) Associate: Strategic Investment
3	Duration of the contracts/ arrangements/ transactions	1) Subsidiary and Step-Down Subsidiary: Based on Purchase order issued. 2) Associate: Strategic Investment
4	Salient terms of the contracts/ arrangements/ transactions including the value, if any	1) Subsidiary and Step-Down Subsidiary: Standard terms (as detailed the purchase orders) in line with industry norms 2) Associate: Strategic Investment in one or more tranches.
5	Date of approval by the Board	1. Transactions of the Company with subsidiaries and step-down subsidiary are in the ordinary course of business and are on an arm's length basis and accordingly, approval of the Board under Section 188 of the Companies Act, 2013 was not applicable. 2. Transaction with Associate Company was approved by the Board at its meeting held on March 29, 2023, August 20, 2024 and November 12, 2025.
6	Amount paid as advances, if any	Nil

On Behalf of Board of Directors

S. Sekhar Vasan

Chairman & Managing Director

DIN:00361245

Place: Bengaluru

Date: August 12, 2026

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

Company's CSR policy

As an integral part of our commitment to society at large, the Company's CSR policy is aimed at demonstrating care for the community through its focus on education & skill Development, health & wellness, environmental sustainability, energy & water Conservation and encouraging sports activities. Also embedded in this objective is support to the underprivileged, disadvantaged/marginalized cross section of society by providing opportunities to improve their quality of life.

Our Corporate Social Responsibility (CSR) efforts have been primarily carried out by the Sansera Foundation which was incorporated on July 05, 2007. Sansera Foundation strives to achieve our charters through its CSR programs, grant programs, voluntary programs, and organizational development programs.

We identify challenges in environment, education, livelihood, and disability areas and provide a range of interventions that also build internal capacities. These capacities empower the beneficiaries to sustain themselves over a period of time. We look for initiatives that are bound to create multiple impacts across socio-economic realities of society and support them.

We especially believe in linking our employee volunteering initiatives with our CSR endeavors to ensure that our organizational responsibility initiatives and individual convictions are well integrated. We are also keen to include learning and appreciation of social

sensitivity into our social responsibility as this is the foundation of our culture.

The projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013. The CSR projects carried out in 2025-26 promote education of underprivileged children, construction of sanitation facilities in rural schools, project related to environmental sustainability etc. have benefited the communities across the country. The Company has adopted and taken note of amendments in CSR Regulations. Necessary action plan was also approved by the Company. Details of the CSR policy and projects or programs undertaken by the Company are provided below.

Endorse education & healthcare and support in infrastructure projects

To create necessary infrastructure and resources to enable promotion of primary education among children and promoting health care including preventive healthcare.

Social impact projects

To collaborate with communities to provide innovative off-grid solutions to improve access to electricity in the country, especially in rural areas for its development.

Support Environment projects

To actively support projects that help in the sustainable development of the environment. All other areas/activities as may be prescribed under Schedule VII of the Act or the Rules, as amended from time to time.

2. COMPOSITION OF THE CSR COMMITTEE

Sl. No.	Name of Member	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. S. Sekhar Vasan	Chairperson	1	1
2	Mr. F.R. Singhvi	Member	1	1
3	Mrs. Revathy Ashok	Member	1	1

3. The details of composition of the CSR committee, CSR Policy and CSR projects duly approved by the board are available on the Company's website: www.sansera.in.

ANNEXURE 6 (Contd.)

4. Provide the executive summary along with the web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not applicable.
5.
 - (a). Average net profit of the Company as per section 135(5): The average net profit for the last three audited financial years for the purpose of computation of CSR was ₹ 2,447.5 million
 - (b). Two percent of the average net profit of the Company as per section 135(5): ₹ 48.95 million
 - (c). Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil
 - (d). Amount required to be set off for the financial year, if any: Nil
 - (e). Total CSR obligation for the financial year 2025-26 (5b+5c-5d): ₹ 48.95 million
6.
 - (a). Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 55.16 million
 - (b). Amount spent in Administrative Overheads: Nil
 - (c). Amount spent on Impact Assessment, if applicable: NA.
 - (d). Total amount spent for the Financial Year: ₹ 55.16 million
 - (e). CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (₹ in mn)	Amount Unspent (₹ in mn)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer.	Name of the Fund	Amount	Date of transfer
55.16	-	-	-	-	-

- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in million)
(i)	Two percent of average net profit of the Company as per section 135(5)	48.95
(ii)	Total amount spent for the Financial Year 2025-26	55.16
(iii)	Excess amount spent for the financial year [(ii)-(i)]	6.21
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial Years [(iii)-(iv)]	-

ANNEXURE 6 (Contd.)

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No	Preceding Financial Year(s)*	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to any fund specified under Schedule VII as per section 135(5), if any.		Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Amount (in Rs).	Date of transfer		
1	2024-25	-	-	-	-	-	-	-
2	2023-24	-	5,00,000	-	-	-	5,00,000	-
3	2022-23	-	5,00,000	-	-	-	5,00,000	-

*The unspent CSR amount of ₹ 5,00,000 relating to FY 2021-22, pursuant to ongoing projects has been transferred to a Fund specified in Schedule VII on April 29, 2025., i.e. within a period of thirty days from the date of completion of the third financial year, 2024-25.

The Company has complied with Section 135(6) and has disclosed in the Board's Report of the respective financial years.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If yes, enter the number of Capital assets created/ acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

9. Specify the reason(s) if the Company has failed to spend two per cent of the average net profit as per section 135(5) – Not Applicable

For Sansera Engineering Limited

S Sekhar Vasan

Chairman - CSR Committee

DIN: 00361245

Place: Bengaluru

Date: August 12, 2026

Business Responsibility and Sustainability Report





Corporate
Overview



Statutory
Reports



Financial
Statements

A SECTION

GENERAL DISCLOSURES

I. Details of the listed entity



Company Information

- 1 **Corporate Identity Number (CIN) of the Listed Entity**
L34103KA1981PLC004542
- 2 **Name of the listed entity**
Sansera Engineering Limited
- 3 **Year of incorporation**
1981
- 4 **Registered office address**
Plant-7, No. 143/A, Jigani Link
Road Bommasandra Industrial
area, Anekal Taluk,

Bengaluru – 560 105,
Karnataka, India
- 5 **Corporate address**
Plant-7, No. 143/A, Jigani Link
Road Bommasandra Industrial
area, Anekal Taluk,

Bengaluru – 560 105,
Karnataka, India



Contact Information

- 6 **E-mail**
rajesh.modi@sansera.in
- 7 **Telephone**
+91 80-27839081/82/83
- 8 **Website**
<https://sansera.in/>
- 9 **Financial year for which reporting is being done**
2025-26
- 10 **Name of the Stock Exchange(s) where shares are listed**
NSE Limited and BSE Ltd.



Reporting Information

- 11 **Paid-up Capital**
₹ 12,46,64,096/-
- 12 **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**
Mr. Rajesh Kumar Modi
E-mail: rajesh.modi@sansera.in
Telephone: +91 80 27839081/82/83
- 13 **Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)**
Standalone
- 14 **Name of assurance provider**
Not done
- 15 **Type of assurance obtained**
Not done

II. Products/Services

16 Details of business activities (accounting for 90% of the turnover):

Description of main activity	% of turnover of the entity	Description of business activity
Manufacturing	93.7%	Intricate and critical precision-engineered components used in both automotive and non-automotive sectors.

17 Products/services sold by the entity (accounting for 90% of the entity's turnover):

Product/Service	NIC Code	% of total turnover contributed
Manufacture of parts and accessories for motor vehicles	2930	90.4%

III. Operations

18 No. of locations where plants and/or operations/offices of the entity are situated:



National

17

No. of plants

17

Total



International

1

No. of plants

1

Total



19 Markets served by the entity

a No. of Locations

7 (1 international and 6 national)

All states

National (No. of states)

29

International (No. of countries)

b What is the contribution of exports as a percentage of the total turnover of the entity?

30.2%

c A brief on types of customers

Sansera Engineering Limited is an engineering-led integrated manufacturer of complex and critical precision-engineered components and assemblies serving a diversified portfolio of customers across automotive and non-automotive sectors globally. The Company serves leading Original Equipment Manufacturers (OEMs), Tier-1 suppliers, and industrial customers through long-term partnerships built on engineering excellence, quality, innovation, reliability, and operational performance.

Within the automotive sector, Sansera supplies precision-engineered components and assemblies to customers operating in the two-wheeler, passenger vehicle, commercial vehicle, off-road, and electric mobility segments. Its portfolio supports applications including engine systems, transmission systems, chassis, suspension, driveline, braking systems, and other critical automotive assemblies. Furthermore, its technology-agnostic capabilities enable it to serve both conventional Internal Combustion Engine (ICE) platforms and emerging hybrid and electric vehicle (xEV) platforms. As a result, the Company remains well positioned to participate in the evolving mobility landscape.

The Company's serves leading domestic and global automotive manufacturers and Tier-1 suppliers across India, Europe, North America, and other international markets. Its strong customer relationships, high quality standards, advanced engineering capabilities, and consistent delivery performance have established Sansera as a preferred supplier for mission-critical and high-precision applications.

Beyond automotive applications, Sansera has significantly expanded its presence in non-automotive sectors, serving customers in aerospace, defence, semiconductor equipment, agriculture, off-road equipment, engineering, and industrial applications. In particular, its Aerospace, Defence and Semiconductor (ADS) business has emerged as a key growth driver. This growth is supported by increasing localisation opportunities, global supply chain diversification, and rising demand for high-precision engineering solutions. Today, Sansera manufactures and supplies a wide range of aerospace structural components, actuation system components, assemblies, semiconductor equipment components, and other complex engineered products. These solutions serve global customers operating in highly regulated and technologically advanced industries.

The Company continues to strengthen its customer portfolio by expanding into future-ready sectors and advanced manufacturing applications. To support this strategy, Sansera continues to invest in technology, automation, product development, and capacity expansion. Consequently, the Company is strategically positioned to increase its contribution from non-automotive, technology-agnostic, and next-generation engineering businesses while continuing to serve its established automotive customer base.

With a diversified customer mix across industries, geographies, and end-use applications, Sansera remains focused on delivering sustainable value through innovation, operational excellence, customer-centricity, and responsible business practices.



IV. Employees

20 Details as at the end of financial year.

A Employees and workers (including differently abled):

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
	Permanent (A)	1,624	1,523	93.8	101	6.2
	Other than permanent (B)	0	0	0	0	0.0
	Total employees (A + B)	1,624	1,523	93.8	101	6.2
WORKERS						
	Permanent (C)	937	932	99.47%	5	0.53%
	Other than permanent (D)	8,813	7,911	89.77%	902	10.23%
	Total workers (C + D)	9,750	8,843	90.70%	907	9.30%

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
	Permanent (E)	2	2	100%	0	0%
	Other than permanent (F)	0	0	0%	0	0%
	Total employees (E + F)	2	2	100%	0	0%
DIFFERENTLY ABLED WORKERS						
	Permanent (G)	6	6	100%	0	0%
	Other than permanent (H)	0	0	0%	0	0%
	Total employees (G + H)	6	6	100%	0	0%

21 PARTICIPATION/INCLUSION/REPRESENTATION OF WOMEN

	Total (A)	No. and percentage of females	
		No. (B)	% (B/A)
 Board of Directors	6	1	16.67%
 Key Management Personnel	5	0	0.00%

22 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Category	(2025-26) (Turnover rate in current financial year)			(2024-25) (Turnover rate in previous financial year)			(2023-24) (Turnover rate in year prior to previous financial year)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	19.4%	17.10%	23.7%	18.80%	16.60%	17.70%	18.44%	24.07%	18.67%
Permanent workers	2.30%	0%	2.30%	1.78%	0%	1.78%	1.60%	0	1.60%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23 Names of holding/subsidiary/associate companies/joint ventures

Name of the holding/ subsidiary/associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
Fitwel Tools and Forgings Private Limited	Subsidiary	70	No
Sansera Engineering Limited Mauritius	Subsidiary	100	No
Sansera Sweden AB	Subsidiary	100	No
MMRFIC TECHNOLOGY PRIVATE LIMITED	Associate	30.16	No
NICHIDAI SANSERA PRIVATE LIMITED	Joint Venture	100	No



VI. CSR Details

24 a. Yes

Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)

3,098.1

Turnover (in ₹ Cr.)

2,895

Net worth (in ₹ Cr.)

VII. Transparency and Disclosures Compliances

25 Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redress policy)	2025-26 (Current financial year)			2024-25 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://sansera.in/general-policies/	0	0	-	0	0	-
Investors (other than shareholders)	Yes https://sansera.in/investor-policies	0	0	-	0	0	-
Shareholders	Yes https://sansera.in/investor-policies	0	0	-	0	0	0
Employees and workers	Yes (Link cannot be provided)	116	10	Pending grievances – 10 Nos Grievances received were primarily related to workplace conditions, employee welfare measures, operational safety, and shop-floor facilities, which were addressed through the established grievance redressal mechanism	155	0	Previous year's 16 pending grievances are closed. Grievances about shop floor conditions, welfare, and safety
Customers	Yes https://sansera.in/investor-policies	146	00	Product quality related complaints from customers	161	00	Product quality-related
Value Chain Partners	Yes https://sansera.in/investor-policies	0	0	-	0	0	-
Other (please specify) Govt Bodies		15	7	-	12	7	General notices, show cause notices- RECD Compliance, fines, interest, and damages

26 Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
01 GHG Emissions 	Risk	Greenhouse Gas (GHG) emissions remain one of the most material sustainability issues for the automotive and precision engineering industry. Sansera's energy-intensive manufacturing processes, including machining, forging, heat treatment, and precision engineering activities, contribute to both direct and indirect emissions. At the same time, increasing global focus on climate change, transition to low-carbon manufacturing, evolving regulatory requirements, customer decarbonisation expectations, and investor focus on climate-related risks have elevated GHG emissions as a strategic business concern. Furthermore, global OEMs are increasingly integrating carbon footprint considerations into supplier evaluations and procurement decisions. Emerging carbon pricing mechanisms, disclosure regulations, and sustainability-linked financing frameworks may also influence the Company's future operational and financial performance.	• Strengthened climate management through energy efficiency initiatives, renewable energy procurement, process optimisation, and continuous monitoring of energy consumption and emissions • Conducted regular energy audits to identify opportunities for reducing energy intensity across manufacturing operations • Expanded renewable energy sourcing through solar, wind, and hybrid energy procurement across facilities • Implemented energy-efficient technologies, LED retrofits, RECD for DG, compressed air optimisation Air leak testing equipment automation initiatives, and preventive maintenance practices to improve operational efficiency and reduce emissions intensity • Integrated climate considerations into long-term business planning and operational decision-making	Failure to effectively manage GHG emissions may increase regulatory compliance costs, carbon-related liabilities. It may also impact competitiveness, reduced customer preference, and limited access to sustainability-linked business opportunities and financing. Additionally, reputational risks and evolving stakeholder expectations may impact long-term business resilience. Conversely, successful decarbonisation initiatives can result in significant operational cost savings through energy efficiency, enhanced brand reputation, stronger investor confidence, improved customer retention, access to green financing opportunities, and long-term competitiveness in global sustainable supply chains.



Indicate whether risk or opportunity (R/O)

Rationale for identifying the risk/opportunity

In case of risk, approach to adapt or mitigate

Financial implications of the risk or opportunity (Indicate positive or negative implications)

02

Waste Management



Risk/ Opportunity

Waste management remains a key material issue considering the nature of manufacturing operations involving metal scrap, hazardous waste, used oil, chemical waste, packaging materials, and process-related discards. Improper handling, storage, transportation, or disposal of hazardous and non-hazardous waste may adversely impact land, water, biodiversity, and surrounding communities. It may also expose the Company to regulatory non-compliance and reputational risks. Simultaneously, increasing focus on circular economy practices presents opportunities for resource recovery, recycling, waste minimisation, and operational efficiency enhancement. Accordingly, customers and regulators are increasingly encouraging manufacturers to adopt responsible waste management and circularity-focused business practices.

- Implemented structured waste management practices across manufacturing facilities in accordance with applicable environmental regulations and internal environmental management systems
- Ensured disposal of hazardous waste only through authorised recyclers and waste management agencies approved by the State Pollution Control Boards
- Strengthened waste segregation, storage, recycling, reuse, and scientific disposal mechanisms across operations
- Promoted circularity initiatives such as recycling of scrap metal, reuse of packaging materials, optimisation of raw material utilisation, and landfill waste reduction
- Implemented waste monitoring systems and awareness programmes to improve waste handling practices and minimise environmental impacts

Inadequate waste management may lead to environmental contamination, regulatory penalties, increased compliance costs, operational disruptions, and reputational damage. Additional financial implications may arise from waste treatment expenses and liabilities associated with improper disposal practices. Conversely, efficient waste management and circular economy initiatives can generate positive financial outcomes through reduced waste disposal costs, improved material efficiency, revenue generation from recycling, lower environmental liabilities, and enhanced sustainability performance. These initiatives also strengthen stakeholder confidence and support long-term operational sustainability.

03

Energy management



Opportunity

Energy management is a strategic priority for Sansera, given the energy-intensive nature of its manufacturing operations. Efficient energy management enhances operational efficiency, cost optimisation, and reduces the Company's environmental carbon footprint. Moreover, rising energy costs, increasing stakeholder focus on sustainable manufacturing, and the global transition towards clean energy reinforce its importance. Through continued energy conservation initiatives, the Company also advances its broader climate goals and contribute to improving resource efficiency across operations.

- Implemented robust energy management practices across its manufacturing facilities
- Strengthened energy efficiency initiatives through ISO 50001 certified Energy Management Systems
- Conducted regular energy performance reviews to identify conservation opportunities and improve energy efficiency
- Deployed energy-efficient technologies and operational improvements to optimise energy consumption
- Increased renewable energy procurement through solar and wind energy sources to reduce dependency on conventional energy sources

Positive financial implications include reduced energy costs, improved operational efficiency, lower emissions intensity, enhanced competitiveness, and increased attractiveness to customers and investors prioritising sustainable manufacturing practices.

Indicate whether risk or opportunity (R/O)

Rationale for identifying the risk/opportunity

In case of risk, approach to adapt or mitigate

Financial implications of the risk or opportunity (Indicate positive or negative implications)

- Strengthened energy monitoring,oring, optimisation of ed manufacturing processes, implemented preventive maintenance, and creating awareness initiatives to improve energy performance across plants

Improved energy performance also strengthens long-term business resilience against energy price volatility. However, implementing energy-efficient technologies and renewable energy infrastructure may involve upfront capital investments and transition-related expenditures.

04

Product Responsibility



Risk

Product responsibility remains material as customers, regulators, and markets continue to raise expectations around quality, safety, reliability, and sustainability of products. Meanwhile, the transition towards electric mobility, lightweight engineering, fuel efficiency, and advanced manufacturing technologies is transforming the automotive and industrial sectors.

Failure to innovate and align products with changing technological and sustainability requirements could affect customer relationships, market competitiveness, and long-term business growth. Similarly, product quality issues or failure to meet customer-specific could expose the Company to operational and reputational risks.

- Strengthened focus on engineering excellence, innovation, quality assurance, and product reliability across its product portfolio
- Expanded capabilities in EV-related applications, lightweight precision components, driveline systems, suspension systems, aerospace, and other advanced engineering solutions
- Aligned product development activities with customer requirements, emerging market trends, and evolving technological advancements
- Implemented robust quality management systems, customer audits, process controls, testing procedures, and continuous improvement initiatives to ensure product safety, reliability, and performance consistency

Failure to meet evolving customer and market expectations may result in loss of business opportunities, customer dissatisfaction, product recalls, and reputational risks. Delayed technological adaptation may also impact long-term competitiveness. Conversely, strong product responsibility practices and innovation-driven growth may create significant opportunities through increased customer trust, market expansion, improved operational performance, enhanced brand positioning, and higher participation in future-ready mobility and industrial segments.

Indicate
whether risk
or opportunity
(R/O)

Rationale for
identifying the
risk/opportunity

In case of risk,
approach to
adapt or mitigate

Financial implications
of the risk or
opportunity (Indicate
positive or negative
implications)

05

Occupational
Health and
Safety



Risk

Occupational Health & Safety (OH&S) remains a material issue due to the nature of manufacturing operations involving machinery, high-speed equipment, material handling, heat treatment processes, ergonomics, electrical systems, and chemical handling. Workplace incidents, unsafe conditions, and occupational hazards could adversely impact employees, contractors, operations, and surrounding communities. Maintaining a safe and healthy work environment is essential for protecting human capital, maintaining operational continuity, and strengthening employee morale and productivity. At the same time, rising regulatory compliance and stakeholder expectations continue to reinforce the importance of workplace safety.

- Implemented comprehensive occupational health and safety management systems across manufacturing facilities in alignment with ISO 45001 standards
- Conducted Hazard Identification and Risk Assessment (HIRA), safety audits, Awareness training, mock drills, behavioural safety initiatives, safety committee reviews, and periodic inspections to proactively identify and mitigate workplace risks
- Provided regular health and safety training programmes, emergency preparedness Mock drills, and awareness sessions for employees and workers
- Strengthened workplace safety through personal protective equipment (PPE), machine guarding systems, safety interlocks, preventive maintenance, occupational health check-ups, and incident reporting mechanisms to minimise operational risks

Poor occupational health and safety performance may result in injuries, fatalities, operational disruptions, productivity loss, compensation liabilities, legal actions, regulatory penalties, and reputational damage. It may also adversely affect employee morale and stakeholder confidence. However, strong OH&S practices contribute positively through improved workforce productivity, reduced incident rates, enhanced employee engagement, lower operational risks, and stronger organisational resilience. Safe workplace practices further support long-term business continuity and operational excellence.

06

Diversity,
Equity,
Inclusion



Opportunity

Diversity, Equity and Inclusion (DEI) is an important contributor to innovation, workforce engagement, organisational culture, and sustainable business growth. As the manufacturing sector evolves, an inclusive and equitable workplace is essential to attract skilled talent, improve employee retention, and enhance productivity. Increasing the participation of women in manufacturing and promoting equal opportunities across functions also align with evolving social expectations and responsible business practices.

- Strengthened efforts to foster an inclusive and equitable workplace culture by promoting diversity across functions and encouraging equal opportunity practices
- Increased focus on improving women's representation across operations and leadership levels while ensuring fair employment practices, non-discrimination, skill development, and employee engagement
- Implemented awareness programmes, employee welfare initiatives, and inclusive workplace practices to support diversity and strengthen organisational culture

Positive financial implications include improved employee satisfaction, enhanced productivity, stronger innovation capabilities, better talent attraction and retention, and improved organisational performance. A diverse and inclusive workforce also strengthens brand reputation and stakeholder confidence. Investments in employee development, infrastructure, and inclusion initiatives may require moderate operational expenditure. However, they contribute positively to long-term organisational sustainability and resilience.

Indicate whether risk or opportunity (R/O)

Rationale for identifying the risk/opportunity

In case of risk, approach to adapt or mitigate

Financial implications of the risk or opportunity (Indicate positive or negative implications)

07

Sustainable Supply Chain



Risk

Sustainability-related risks across the supply chain, including environmental non-compliance, unethical labour practices, unsafe working conditions, and inadequate governance mechanisms, can significantly impact operational continuity, customer relationships, and corporate reputation.

Customers and global OEMs increasingly expect suppliers to demonstrate responsible sourcing practices, ESG compliance, and sustainability integration across the value chain. Failure to meet these expectations could expose the Company to reputational, operational, regulatory, and customer-related risks.

- Established responsible sourcing and sustainable procurement frameworks to strengthen sustainability integration across its supply chain
- Integrated quality, compliance, and sustainability assessments into supplier onboarding processes
- implemented policies covering responsible sourcing, sustainable procurement, and conflict minerals management
- Conducted periodic supplier sustainability assessments, audits, awareness programmes, and engagement initiatives to encourage compliance with environmental, social, and ethical standards
- Collaborated with suppliers to improve ESG awareness, operational practices, and regulatory compliance across the value chain

Negative financial implications may arise from supply chain disruptions, reputational risks, non-compliance by suppliers, customer dissatisfaction, and increased due diligence requirements. Smaller suppliers may also face challenges in adapting to sustainability expectations, which could impact operational continuity. Positive implications include improved supply chain resilience, enhanced customer trust, better regulatory compliance, operational efficiencies, and long-term sustainability benefits. These outcomes are supported through stronger supplier partnerships and responsible sourcing practices.

08

Information Security



Risk

Increasing digitalisation, automation, and technology integration across operations expose the Company to cybersecurity risks. These include ransomware attacks, malware infections, phishing attempts, unauthorised access, data breaches, and operational disruptions.

Protecting sensitive business information, intellectual property, operational systems, and customer data is critical to maintain business continuity, stakeholder trust, and operational integrity. As cyber threats continue to evolve, growing reliance on digital infrastructure further reinforce information security a significant material issue.

- Implemented multiple information security controls and digital risk mitigation measures to strengthen cybersecurity resilience across operations
- Deployed endpoint protection systems, server security mechanisms, network monitoring tools, restricted access controls, device management systems, threat detection technologies, and periodic cybersecurity assessments
- Conducted employee awareness programmes and implemented IT governance practices to minimise cybersecurity vulnerabilities and strengthen digital discipline across the organisation
- Continued to enhance the cybersecurity framework to address evolving digital risks and strengthen business continuity preparedness

Cybersecurity incidents may result in financial losses, operational disruptions, reputational damage, regulatory penalties, theft of confidential information, and reduced stakeholder confidence. Investments in cybersecurity infrastructure, digital monitoring systems, and IT governance may increase operational expenditure. However, strong information security practices contribute positively by protecting business continuity, strengthening investor and customer confidence, safeguarding intellectual property, and reducing exposure to digital and operational risks.

	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
09 Ethics and Compliance 	Risk	Ethical business conduct and regulatory compliance are fundamental to maintaining stakeholder trust, operational integrity, and sustainable business performance. Non-compliance with applicable laws, unethical behaviour, corruption, bribery, conflicts of interest, or governance failures could result in legal liabilities, reputational damage, financial losses, and operational disruptions. Increasing focus on governance and ESG practices by regulators, investors, customers, and financial institutions further elevates the significance of ethics and compliance.	- Implemented a strong governance framework supported by various policies including the Code of Conduct, Anti-Bribery Policy, Vigil Mechanism and Whistle-Blower Policy, Business Ethics Policy, and compliance management systems - Conducted awareness programmes, training sessions, grievance mechanisms, and periodic compliance reviews to strengthen ethical conduct and regulatory adherence across the organisation - Leveraged digital compliance monitoring tools to improve oversight and ensure timely identification and resolution of compliance-related matters	Weak ethics and compliance practices may result in legal proceedings, regulatory penalties, reputational damage, customer loss, financial liabilities, and reduced investor confidence. Ethical lapses may also adversely impact long-term business sustainability. Conversely, a strong ethics and compliance culture enhance stakeholder trust, strengthens governance credibility, improves operational resilience, and supports sustainable business growth and long-term value creation.
10 Transparency and Disclosure 	Risk/ Opportunity	Transparent and timely disclosure of financial, operational, and ESG-related information has become increasingly important for investors, customers, regulators, lenders, and other stakeholders. Inadequate or inconsistent disclosures could undermine stakeholder trust, regulatory compliance, and corporate reputation. Simultaneously, enhanced ESG reporting and transparency present opportunities to strengthen stakeholder engagement, improve credibility, and demonstrate commitment towards responsible business practices.	- Strengthened disclosure and reporting practices through improved ESG governance mechanisms, sustainability reporting frameworks, data management systems, and stakeholder communication channels - Enhanced internal processes for collection, monitoring, and reporting of ESG-related information to improve reporting quality, transparency, and consistency - Conducted periodic disclosures through annual reports, BRSR disclosures, investor communications, and digital platforms to strengthen stakeholder engagement and transparency	Inadequate transparency and disclosures may lead to reputational risks, regulatory scrutiny, reduced investor confidence, and adverse stakeholder perception. However, enhanced disclosure practices and transparent communication create positive financial and strategic implications through improved stakeholder trust, stronger ESG positioning, better access to sustainable financing opportunities, enhanced investor confidence, and long-term reputation enhancement.

B SECTION

MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1 Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c Weblink of the policies, if available	SEL's policies on risk management, code of conduct, CSR, vigil mechanism and whistle-blower, nomination and remuneration, POSH, EOHS, quality, energy and sustainable procurement can be accessed at: https://sansera.in/investor-policies , https://sansera.in/general-policies , and https://sansera.in/nomination-remuneration#								
2 Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3 Do the enlisted policies extend to your value chain partners? (Yes/No)	No	Yes	Yes	Yes	Yes	No	No	No	No
4 Name of the national and international codes/certifications/labels/standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	IATF 16949: 2016, OECD, Factory act, guidelines for multinational enterprises, UNGC guiding principles on business and human rights ISO 50001: 2018, IATF 16949 :2016, ISO 14001, ISO 45001, ISO 50001:2018, AS9100D ISO 50001: 2018, ISO 14001 ISO 45001, ISO 14001 ISO 45001, ISO 14001, ISO 50001								

5 Specific commitments, goals and targets set by the entity with defined timelines, if any.

Sansera Engineering Limited has established a structured ESG roadmap aligned with its long-term business strategy, operational excellence framework, and commitment towards responsible manufacturing. The Company has identified key environmental, social, and governance priorities and has set measurable targets with defined timelines to strengthen sustainability performance across operations, workforce, supply chain, and governance systems.

Under its environmental sustainability agenda, Sansera prioritises reducing greenhouse gas emissions, increasing renewable energy adoption, waste minimisation, and developing sustainable products and processes. The Company has committed to reducing Scope 2 emissions intensity by 50% and Scope 1 emissions intensity by 15% by 2030, using 2022-23 as the base year. In addition, it aims to source 80% of its energy requirements from renewable energy sources by 2030 through increased procurement of solar, wind, and hybrid energy.

In the area of waste management and circular economy, Sansera has established targets to eliminate waste sent for incineration and achieve Zero Waste to Landfill by 2030. The Company continues to strengthen waste segregation, recycling, reuse, and recovery initiatives across manufacturing facilities to improve resource efficiency and minimise environmental impact.

As part of its product responsibility and sustainable manufacturing initiatives, the Company is also expanding its portfolio of responsible and future-ready products, including components supporting lightweight mobility, electric vehicle platforms, and advanced engineering applications. As part of this effort, it aims to generate 20% of its revenue from responsible products by 2030.

On the social front, Occupational Health & Safety (OH&S) remains a strategic priority. Sansera has committed to reducing recordable injuries by 50% by 2030. The Company aims to achieve this through a stronger workplace safety culture, robust safety

management systems, regular training programmes, and enhanced risk identification and mitigation practices across operations.

The Company also continues to strengthen Diversity, Equity & Inclusion (DEI) by improving representation of women employees across functions and leadership levels. It aims to achieve 10% women employee representation by 2027 and 20% women employee representation by 2030 through focused hiring, skill development, retention, and inclusive workplace initiatives.

Within its value chain, Sansera is integrating sustainability across supplier operations. The Company has established a target to complete sustainability assessments for 80% of its key critical suppliers by 2027-28 strengthening responsible sourcing practices, ESG compliance, and supply chain resilience.

From a governance perspective, Sansera continues to enhance information security, ethics, compliance, and ESG transparency systems. The Company has targeted implementation and certification of ISMS ISO 27001 for identified plants and corporate functions by mid-2026-27 to strengthen cybersecurity and information governance practices. In addition, the Company has institutionalised periodic ethics and compliance training programmes to achieve 100% coverage on Code of Conduct and related governance policies.

To further strengthen ESG governance, reporting quality, and decision-making, Sansera is implementing an ESG data management Software system in line with SEBI-BRSR requirement to strengthen monitoring, reporting, transparency, and disclosure practices across operations.

These commitments and targets reflect Sansera's long-term vision of building a resilient, responsible, and future-ready organisation while aligning its operations with evolving stakeholder expectations, regulatory developments, and global sustainability priorities.

6 Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.

Sansera Engineering Limited continued to make significant progress during the reporting year towards achieving its ESG commitments and sustainability roadmap. This progress was driven through a structured and integrated approach across environmental, social, and governance parameters. The Company also remained committed to embedding sustainability into its operations, strategic, and decision-making processes. At the same time, it continued strengthening ESG performance through Sustainability Initiatives across its manufacturing facilities and business operations.

Under its climate and energy management initiatives, Sansera continued to strengthen its transition towards cleaner energy sources and low-carbon manufacturing operations. During the year, the Company sourced a significant portion of its electricity consumption from renewable energy sources including solar, wind, and hybrid energy procurement arrangements. Currently, % of Sansera's operations run through renewable energy sources. . In addition, renewable sources account for over 90% of energy consumption across its Bengaluru plants.

Together with process optimisation and energy conservation measures, these initiatives helped reduce the operational carbon footprint and improvement in overall energy efficiency. In parallel, the Company continued implementing energy optimisation projects across its facilities. It also strengthened preventive maintenance programmes, and deployed energy-efficient technologies to support its long-term emissions reduction targets. As a result, these energy optimisation initiatives saved 5,386,628 kWh of energy, which accounts to reduction of 3,825 tCO₂e.

In waste management and circular economy, Sansera achieved substantial progress towards minimising waste sent to landfill through improved waste segregation, recycling, reuse, and co-processing initiatives. A significant proportion of waste generated across operations was diverted for alternate usage such as co-processing and recovery applications in industries including cement manufacturing. Meanwhile, grinding muck generated from Sansera's operation is used as an alternate fuel raw material and co-processed to use in water and wastewater treatment technologies. In addition, the Company strengthened responsible disposal

mechanisms through authorised recyclers and waste management agencies while improving awareness and operational controls related to waste handling practices.

With respect to product responsibility, the Company continued to expand its capabilities in future-ready and responsible product segments. These include electric vehicle applications, lightweight engineering solutions, and precision-engineered components catering to evolving mobility and industrial requirements. Currently Auto-ICE contributes 70.1% of its total products, non-auto contributes 16.4%, xEV contributes 4.8% and Auto tech Agnostic products at 8.7%. Continuous focus on innovation, customer-specific quality requirements, process improvements, and advanced engineering capabilities supported Sansera's objective of strengthening its responsible product portfolio and enhancing customer confidence.

Occupational Health & Safety remained a key focus area during the year. The Company strengthened workplace safety management through implementation of comprehensive safety protocols, hazard identification and risk assessment (HIRA) processes. In addition, behavioural safety initiatives, safety audits, emergency preparedness drills, and regular health and safety training programmes are conducted. The Company also carried out safety awareness campaigns, toolbox talks, mock drills, machine safety enhancements, and employee engagement programmes were undertaken to strengthen safety culture and reduce workplace incidents. Collectively, these initiatives support the Company's long-term commitment towards achieving significant reduction in recordable injuries by 2030.

In the area of Diversity, Equity & Inclusion (DEI), Sansera continued to foster a more diverse and inclusive workplace. The Company undertook initiatives to strengthen participation of women employees across functions while continuing efforts related to employee engagement, capability development, equal opportunity practices, and inclusive workplace policies. The Company remains committed to progressively increasing women workforce participation in line with its defined long-term targets. Women represented ~9% of the Company's workforce during 2025-26.

Under its Sustainable Supply Chain programme, Sansera continued engaging with suppliers to strengthen ESG integration and responsible sourcing practices across the value chain. The Company progressively expanded sustainability assessments and supplier evaluations to improve awareness and compliance related to environmental, social, ethical, and governance expectations. It also continued supplier engagement initiatives focusing on sustainability awareness, regulatory compliance, occupational safety, and responsible business conduct. During the year, approximately 66% of the Company's critical suppliers underwent sustainability assessments.

From a governance and digital resilience perspective, Sansera continued strengthening its information security systems and ESG governance mechanisms. Throughout the year, it advanced the implementation of Information Security Management Systems (ISMS), enhancement of cybersecurity controls, deployment of digital monitoring systems, and strengthening of information governance practices. In addition, ethics and compliance awareness programmes

were conducted across the organisation to reinforce responsible business conduct, integrity, anti-bribery practices, and compliance culture.

Sansera also continued enhancing ESG transparency and disclosures through implementation of ESG data management systems and enhancement of sustainability reporting practices. The Company undertook measures to improve collection, monitoring, validation, and reporting of ESG-related information across operations to strengthen transparency, reporting quality, and stakeholder communication.

Overall, the Company continues to demonstrate steady progress against its ESG commitments and long-term sustainability roadmap. While certain long-term targets remain under progressive implementation considering the scale and complexity of manufacturing operations, Sansera remains committed to continuous improvement. It also continues aligning its business practices with evolving stakeholder expectations, regulatory developments, and global sustainability priorities.



GOVERNANCE, LEADERSHIP AND OVERSIGHT

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements (listed entity has flexibility regarding the placement of this disclosure)	Sansera Engineering Limited remains committed to conducting its business operations in a responsible, ethical, and sustainable manner while creating long-term value for all stakeholders. As a precision engineering company serving global automotive and non-automotive sectors, the Company integrates sustainability into its business strategy, operational excellence framework, and governance processes. It recognises that sustainable growth depend on responsible manufacturing practices, strong governance systems, environmental stewardship, employee well-being, and transparent stakeholder engagement. During the year, the Company further strengthened its Environmental, Social, and Governance (ESG) framework through focused initiatives. These initiatives spanned key areas such as climate action, energy management, waste reduction, occupational health and safety, responsible sourcing, information security, and governance practices. At the same time, Sansera continued to align its sustainability roadmap with evolving stakeholder expectations, regulatory developments, and global sustainability priorities while embedding ESG considerations into operational and strategic decision-making. To drive effective implementation, the Company has established a structured ESG governance mechanism with oversight at both the Board and operational levels. This framework enables the Company to monitor progress against defined targets, and strengthen accountability across functions and advance sustainability initiatives in a coordinated manner. Accordingly, Sansera has identified its key material ESG priorities and developed a long-term roadmap supported by measurable goals. These goals cover areas such as greenhouse gas emission reduction, renewable energy adoption, responsible waste management, workplace safety enhancement, diversity and inclusion, sustainable supply chain practices, information security, ethics and compliance, and transparent ESG disclosures.								
		As part of its climate and resource efficiency commitments, the Company continues to increase renewable energy sourcing, while also improving energy efficiency, and strengthen circular economy practices across operations. Simultaneously, the Company is implementing focused initiatives to foster a safe, inclusive, and engaging workplace environment while also enhancing capability development and employee well-being. Furthermore, Sansera continues to engage closely with suppliers, customers, communities, and other stakeholders to strengthen responsible business practices across its value chain. The Company remains committed to strengthening ESG disclosures, digital governance systems, and sustainability reporting practices to improve transparency, accountability and stakeholder confidence. Through continuous improvement, innovation, and responsible business conduct, Sansera aims to contribute meaningfully towards sustainable industrial growth while maintaining operational excellence and long-term business resilience. These efforts reflect the Company's continued commitment towards building a future-ready organisation that balances business growth with environmental responsibility, social progress, and strong governance practices. In doing so, Sansera continues to create sustainable value for all stakeholders and the communities in which we operate.								
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Name: F.R. Singhvi Address: Sansera Engineering Limited, 143/A, Jigani Link Road, Bengaluru - 560 105 Email: fr@sansera.in DIN: 00233146								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9 Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes. The ESG Committee of the Board is responsible for decision making on sustainability issues. 1. Lakshminarayan M. Non-Executive Independent Director DIN: 00064750 2. Revathy Ashok Non-Executive Independent Director DIN: 00057539 3. F. R. Singhvi Executive Director DIN: 00233146								

10 Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Sansera has established a structured ESG governance framework to oversee implementation, monitoring, and continual improvement of sustainability-related policies and practices aligned with the National Guidelines on Responsible Business Conduct (NGRBC). The framework is supported by a governance structure comprising the Board-level ESG Committee, senior leadership, and cross-functional operational teams, ensuring effective oversight and accountability.									Annual review								
	The Company periodically reviews its performance against ESG policies, sustainability objectives, and material business responsibility issues across environmental, social, and governance parameters. It also assesses key risks and opportunities relating to climate change, occupational health and safety, energy management, ethics and compliance, sustainable supply chain, diversity and inclusion, and information security through management review mechanisms and governance forums. Functional teams drive the implementation of mitigation plans, monitor corrective actions, and report progress against defined ESG commitments and targets. To reinforce continuous improvement, the Company conducts internal reviews, audits, performance assessments, and management discussions are undertaken to ensure effective implementation of policies and continuous strengthening of sustainability performance across operations																	

Subject for review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Sansera remains committed to complying with all applicable statutory, regulatory, environmental, labour, safety, and governance-related requirements relevant to the NGRBC principles across its operations. To support this commitment, the Company has implemented a structured compliance management framework supported by defined policies, internal controls, periodic audits, and digital compliance monitoring systems to strengthen regulatory adherence and governance oversight. It also monitors compliance obligations through dedicated compliance tracking mechanisms and digital tools to ensure timely identification, reporting, and closure of compliance-related matters. In addition, the Company undertakes periodic internal reviews and external assessments to evaluate adherence to applicable legal and regulatory requirements. Where any identified non-compliance, observations or deviations is identified, the relevant functions implement appropriate corrective and preventive actions under the supervision of management and relevant committees. The Company conducts root-cause analysis, implements remediation measures, and process improvements and strengthens monitoring mechanism to prevent recurrence and strengthen overall compliance effectiveness. Furthermore, it conducts continuous awareness programmes, management reviews, and audit processes to reinforce regulatory compliance and responsible business conduct across the organisation.																	

Question	P1	P2	P3	P4	P5	P6	P7	P8	P9
11 Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.						Nil			
12 If answer to question (1) above is 'No' i.e. not all Principles are covered by a policy, reasons to be stated, as below:									
The entity does not consider the principles material to its business (Yes/No)									
The entity is not at a stage where it can formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)						NA			
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									



C SECTION

PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1



Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

ESSENTIAL INDICATORS

1 Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
 Board of Directors	4	The Board members were provided with focused awareness sessions and strategic briefings. These covered Enterprise Risk Management, ESG governance and sustainability strategy, climate change and GHG reduction initiatives, succession planning, business continuity management, and emerging regulatory developments. These programmes strengthened the Board's oversight on sustainability-related risks and opportunities while enhancing governance effectiveness. They also supported the alignment of the Company's long-term business strategy with responsible business practices and stakeholder expectations.	 100%
 Key Managerial Personnel	5	Key Managerial Personnel participated in leadership-level training and awareness programmes. These programmes covered Enterprise Risk Management, ESG integration, climate-related initiatives including GHG reduction strategies, succession planning, operational resilience, and business continuity management. The programmes strengthened strategic decision-making, and improved accountability towards sustainability goals. In addition, they enhanced management capability in driving responsible business conduct across operations.	 100%

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
 Employees other than BoD and KMPs	737	Employees underwent extensive training programmes covering induction and on-the-job training, multi-skilling initiatives, technical competency development, management systems, customer-specific requirement (CSR) training. They also participated in ESG awareness programmes, GHG reduction initiatives, environmental health and safety (EHS) practices, workplace health and wellness sessions, HR policies, supervisory development programmes, buddy programmes, coaching, mentoring, behavioural training, and outbound learning initiatives. Collectively, these programmes enhanced technical capabilities, improving operational efficiency, strengthening safety awareness, promoting responsible workplace behaviour, and building a culture of continuous learning and sustainability across the organisation.	100% New Joiners 58.11% Existing Employees Refresher, Upskilling Training
 Workers	797	Workers participated in structured awareness and skill development programmes. These programmes covered induction training, on-the-job training, refresher training, technical and operational skill enhancement programmes, management systems training, customer-specific requirement (CSR) awareness. They also received training on ESG and sustainability along with GHG reduction initiatives. Additional areas included EHS programmes, health and safety talks, HR policy awareness, supervisory development initiatives, buddy programmes, coaching, mentoring, and outbound engagement programmes. Together, these programmes strengthened operational competency, workplace safety culture, employee engagement, productivity. They also reinforced awareness regarding responsible business practices and sustainability objectives across manufacturing operations.	100% New Joiners 76.12% Existing Employees – Refresher, Upskilling Training

- 2 Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website**
Nil
- 3 Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case details	Name of the regulatory/enforcement agencies/judicial institutions
Not Applicable	

4 Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a weblink to the policy.

Sansera Engineering Limited is committed to conducting its business with the highest standards of integrity, transparency, and ethical conduct. The Company has adopted an Anti-Bribery and Anti-Corruption Policy that enforces a zero-tolerance approach towards bribery, corruption, facilitation payments, extortion, fraud, and any form of unethical business conduct.

The policy applies to all Directors, employees, contract personnel, consultants, business associates, and other stakeholders acting on behalf of the Company. It provides clear guidance on the acceptance and offering of gifts, hospitality, donations, sponsorships, conflicts of interest, interactions with government officials, and reporting of suspected violations. Employees are expected to comply with applicable laws and regulations while upholding the Company's ethical standards in all dealings.

To strengthen its governance framework, the Company has established a Vigil Mechanism and Whistle-Blower Policy to facilitate the reporting and investigation of issues related to anti-corruption and anti-bribery. These mechanisms are supported by the Company's Code of Conduct and Business Ethics Policy, enabling employees and stakeholders to report concerns relating to unethical behaviour, corruption, fraud, or misconduct without fear of retaliation.

The Company reinforces these standards through periodic awareness programmes and training sessions on ethical business conduct, anti-bribery requirements, conflict-of-interest management, and compliance obligations. During 2025-26, it continued to reinforce its culture of ethical conduct through periodic compliance awareness programmes and

achieved comprehensive coverage of employees under ethics and compliance training initiatives.

The Audit Committee periodically reviews complaints received under the whistle-blower mechanism and oversees the effectiveness of the Company's governance and compliance framework. The Company does not tolerate any acts of bribery or corruption, and any violation of the policy may result in disciplinary action, including termination of employment or business relationships, as applicable.

The Company's Anti-Bribery Policy, Code of Conduct, and Vigil Mechanism and Whistle-Blower Policy are available on its website.

Sansera Anti-Bribery Policy

Code of Conduct for Directors and Senior Management

Vigil Mechanism and Whistle-Blower Policy



5 Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption

Category	2025-26 (Current financial year)	2024-25 (Previous financial year)
Directors	Nil	
KMPs		
Employees		
Workers		

6 Details of complaints about conflict of interest

Category	2025-26 (Current financial year)		2024-25 (Previous financial year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	No complaints were received	Nil	No complaints were received
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	No complaints were received	Nil	No complaints were received

7 Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

During the reporting period, no cases relating to corruption, bribery, fraud, or conflicts of interest were reported that required action by regulators, law enforcement agencies, or judicial institutions. Consequently, the Company did not require any corrective action in this regard.

Nevertheless, the Company continues to maintain a robust governance and compliance framework to prevent and detect instances of unethical conduct. It implements the Code of Conduct, Anti-Bribery and Anti-Corruption Policy, Vigil Mechanism and

Whistle-Blower Policy, conflict-of-interest disclosure requirements, periodic compliance reviews, and employee awareness programmes on ethical business conduct.

In addition, the Company encourages timely reporting of concerns through established grievance and whistle-blower channels and, where necessary, undertakes appropriate investigations and preventive actions to strengthen its culture of integrity, transparency, and accountability.

8 Number of days of accounts payables ((Accounts payable *365)/Cost of goods/services procured) in the following format:

Category	2025-26 (Current financial year)	2024-25 (Previous financial year)
Number of days of accounts payables	61.09	56.33



9 Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	2025-26 (Current financial year)	2024-25 (Previous financial year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	1.39%	2%
	b. Number of trading houses where purchases are made from	5	5
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	100	100
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	0	
	b. Number of dealers/distributors to whom sales are made		
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors		
Share of RPTs in	a. Purchases (Purchases with related parties/ Total purchases)	6%	6%
	b. Sales (Sales to related parties/Total sales)	0.33%	0%
	c. Loans & advances (Loans & advances given to related parties /Total loans & advances)	0%	0%
	d. Investments (Investments in related parties/ Total Investments made)	99%	99%

LEADERSHIP INDICATORS

1 Awareness programmes conducted for value chain partners on any of the principles during the financial year.

Sl. No.	Total number of awareness programmes held	Topics/principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programmes
1.	125	Training programmes covered Environmental, Health & Safety (EHS) awareness, ESG and sustainability principles, responsible business conduct, industrial safety and workplace behaviour, safe driving practices and transportation safety, good housekeeping and 5S implementation. They also included fire prevention and emergency response, first-aid and incident response management, hazardous waste handling and environmental compliance, occupational health and safety requirements, resource conservation and pollution prevention. In addition, employees received training in technical competency development, quality management systems, customer-specific requirements, regulatory compliance, and supplier responsibilities relating to sustainability, ethics, and operational excellence.	21.2% (80% of the covered during the supplier sustainability and system audit)

2

Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.

Yes. Sansera Engineering Limited has established processes and governance mechanisms to identify, prevent, disclose, and manage actual, potential, or perceived conflicts of interest. These conflicts may involve members of the Board of Directors, Key Managerial Personnel (KMPs), and Senior Management. Conflict of interest is also covered through the Company's Business Ethics policy.

The Company's Code of Conduct for Directors and Senior Management, Business Ethics Policy, and related governance frameworks set clear expectations. They require Directors and KMPs to act in the Company's best interests and avoid situations that may result in a conflict between personal interests and the interests of the Company. Accordingly, they are required to make periodic disclosures. These disclosures include directorships, shareholdings, business interests, related-party relationships, and any other circumstances that may give rise to a conflict of interest.

Members of the Board are expected to disclose any actual or potential conflict of interest at the earliest opportunity. Where necessary, they must abstain from participating in discussions or decision-making on matters in which they have a personal or financial

interest. In addition, the Company has established procedures for the review and approval of related party transactions in accordance with applicable regulatory requirements and corporate governance standards.

To further strengthen governance, Directors, KMPs, and Senior Management are required to maintain confidentiality of unpublished price-sensitive information and safeguard the Company assets. They are also required to avoid misusing their position for personal gain and comply with applicable insider trading regulations. In addition, the Company conducts periodic awareness programmes and declarations are undertaken to reinforce ethical conduct and compliance obligations.

Collectively, these mechanisms promote transparency, accountability, fairness, and responsible decision-making across the organisation. They also enable the Company to identify, manage, and mitigate potential conflicts of interest effectively while upholding high standards of corporate governance and stakeholder trust.

[Sansera Business Ethics, working condition and Human Rights Policy Guideline to Enhance Sustainability](#)

[Code of Conduct for Directors and Senior Management.](#)



PRINCIPLE 2



Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

- 1 Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

Category	2025-26 (Current financial year)	2024-25 (Previous financial year)	Details of improvements in environmental and social impacts
R&D	0	0	-
Capex	1.16	1.01	Improvements in environmental and social impacts include energy efficiency projects, renewable energy initiatives, pollution control systems, waste reduction and recycling technologies. They also include community development initiatives focused on education, and environment, among others.

- 2 Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes. Sansera has established procedures and governance mechanisms to promote sustainable sourcing across its supply chain. The Company's Supplier Quality Assurance Manual, Sustainable Procurement Policy, Supplier Responsible Sourcing of Natural Raw Materials Policy, and related supplier management processes form a robust framework. These frameworks help evaluate and engage suppliers on quality, environmental, social, ethical, and regulatory requirements.

As part of the supplier onboarding and evaluation process, the Company assesses suppliers on product quality and operational capability. It also evaluates environmental compliance, occupational health and safety practices, business ethics, statutory compliance, and responsible sourcing practices. In addition, Sansera conducts periodic supplier assessments and audits to

monitor adherence to its requirements and encourage continual improvement.

The Company also engages with suppliers through awareness programmes, sustainability assessments, performance reviews, and capability-building initiatives. These efforts strengthen ESG performance across the value chain. Through these initiatives, Sansera encourages suppliers to adopt responsible environmental practices, comply with applicable laws and regulations, maintain safe working conditions, uphold human rights principles, and conduct business ethically.

If yes, what percentage of inputs were sourced sustainably?

65%

3 Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for:

**Plastics
(including
packaging)**

Sansera promotes circularity in packaging materials through reuse, recycling, and responsible disposal practices. Reusable packaging materials such as bins, trays, containers, and protective covers received from customers and suppliers are systematically collected, inspected, and reused wherever feasible.

Plastic waste generated from operations, including damaged bins, containers, packaging covers, drums, and barrels, is segregated at source. The segregated waste is channelled to authorised recyclers and EPR-compliant waste management agencies for recycling and resource recovery. The Company continues to reduce single-use packaging materials and promotes sustainable packaging practices across its operations and supply chain.

E-waste

Electronic waste generated from manufacturing facilities and offices includes computers, servers, printers, networking equipment, batteries, electronic components, and other electrical equipment. It is segregated and disposed of through authorised e-waste recyclers approved by the relevant regulatory authorities.

The Company ensures that e-waste is handled, transported, recycled, and disposed of in accordance with applicable E-Waste Management Rules and environmental regulations. These practices minimise environmental risks and promote responsible resource recovery.

**Hazardous
waste**

Hazardous waste generated from manufacturing processes includes used oils, contaminated materials, chemical residues, sludge, paint waste, and other process-related hazardous waste streams. The Company manages this waste through a structured waste management system.

Waste is segregated, stored, transported, and disposed of in accordance with applicable environmental regulations and Pollution Control Board requirements. Recyclable hazardous waste, such as used oil, is sent to authorised recyclers for recovery and reuse. Meanwhile, non-recyclable hazardous waste is disposed of through authorised Treatment, Storage and Disposal Facilities (TSDFs) and approved incineration facilities to ensure environmentally sound management.

Other waste

Non-hazardous waste generated across operations, including paper, cardboard, corrugated boxes, metal scrap, wood waste, garden waste, and food waste, is managed through reuse, recycling, recovery, and responsible disposal mechanisms.

Recyclable waste streams are channelled to authorised recyclers for material recovery. At the same time, metal scrap generated during manufacturing is recycled and reintroduced into the value chain.

Organic waste such as food waste and garden waste is diverted for beneficial use through animal feed, composting, or other recovery mechanisms. These practices minimise landfill waste and support circular economy principles.

4 Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes. Extended Producer Responsibility (EPR) is applicable to certain operations of the Company, particularly those involving plastic packaging waste. Sansera has established mechanisms to ensure compliance with applicable EPR requirements and related regulatory obligations.

Plastic waste generated from operations is channelled through authorised recyclers and waste management agencies that are registered under the applicable EPR framework. The Company further undertakes due diligence to verify the regulatory compliance and EPR registration status of such recyclers and service providers.

Waste collection and disposal practices implemented at applicable facilities align with the EPR plans and regulatory requirements prescribed by the relevant authorities. The Company also procures applicable plastic packaging materials through authorised and EPR-compliant vendors wherever required.

Through these initiatives, Sansera supports responsible waste management, resource recovery, recycling, and circular economy objectives while ensuring compliance with evolving environmental regulations.

LEADERSHIP INDICATORS

- 1 Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

S. No.	NIC Code	Name of product/service	% of total turnover contributed	Boundary for which the Life Cycle Perspective/Assessment was conducted	Whether conducted by independent external agency	Results communicated in public domain (Yes/No). If yes, provide the web-link.
SEL has not conducted a Life Cycle Assessment.						

- 2 If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of product/service	Description of the risk /concern	Action taken
NA		

- 3 Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry)**

Indicate input material	Recycled or re-used input material to total material	
	2025-26 (Current financial year)	2024-25 (Previous financial year)
	NIL	NIL

- 4 Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Reused	Recycled	Safely Disposed	Reused	Recycled	Safely Disposed
Plastics (including packaging)	0	120.73	0	0	74.0	0
E-waste	0	8.23	0	0	4.65	0
Hazardous waste	0	360.22	2,116.38	0	343.0	1,558.0
Other waste	0	33,899.5	0.00	0	31,491	0.00



PRINCIPLE 3



BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS.

ESSENTIAL INDICATORS

1 a Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/ A)
Permanent Employees											
Male	1,523	1,523	100%	1,523	100%	0	0%	0	0%	0	0%
Female	101	101	100%	101	100%	101	100%	0	0%	0	0%
Total	1,624	1,624	100%	1,624	100%	101	100%	0	0%	0	0%
Other than Permanent Employees											
Male	8,843	8,843	100%	8,843	100%	0	0%	0	0%	0	0%
Female	907	907	100%	907	100%	907	100%	0	0%	0	0%
Total	9,750	9,750	100%	9,750	100%	907	100%	0	0%	0	0%

1 b Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (F)	% (F/ A)	Number (E)	% (E/ A)	Number (F)	% (F/ A)
Permanent Workers											
Male	932	932	100%	932	100%	0	0%	0	0%	0	0%
Female	5	5	100%	5	100%	5	100%	0	0%	0	0%
Total	937	937	100%	937	100%	5	100%	0	0%	0	0%
Other than Permanent Workers											
Male	7,911	7,911	100%	7,911	100%	0	0%	0	0%	0	0%
Female	902	902	100%	902	100%	902	100%	0	0%	0	0%
Total	8,813	8,813	100%	8,813	100%	902	100%	0	0%	0	0%

1 c Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Cost incurred on well-being measures as a % of total revenue of the Company	205.16 mn	176.97 mn
ii Total revenue of the company	29,039.6 mn	27,186.85 mn
iii Cost incurred on wellbeing measures as a % of total revenue of the company	0.71%	0.7%

2 Details of retirement benefits, for current financial year and previous financial year

Benefits	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total worker	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	100%	100%	Y	100%	100%	Y
Others - please specify	-	-	-	-	-	-

3 Accessibility of workplaces

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes. Sansera is committed to providing an inclusive, accessible, and barrier-free work environment for all employees and workers, including persons with disabilities. The Company strives to ensure that its facilities support accessibility and reasonable accommodation principles.

To enhance accessibility, the Company has implemented measures across facilities. These include wheelchair-accessible ramps, dedicated parking spaces, ground-floor access to key facilities and meeting rooms, accessible pathways, and other infrastructure modifications to support ease of movement. Accessibility considerations are also incorporated, wherever feasible, during the design and development of new facilities and workplace infrastructure.

Sansera remains committed to creating an inclusive workplace that enables persons with disabilities to

work safely, comfortably, and effectively. Through these efforts, the Company promotes equal participation and opportunities across the organisation.



4

Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes. Sansera is committed to fostering a diverse, equitable, and inclusive workplace. The Company provides equal employment opportunities to all individuals without discrimination based on age, gender, disability, race, colour, religion, nationality, marital status, sexual orientation, or any other characteristic protected under applicable laws.

The Company's Equal Opportunity and Non-Discrimination principles are embedded within its Human Rights, Business Ethics, and HR policies and practices. These policies promote fair recruitment, equal access to training and development opportunities, merit-based career progression, and a workplace culture founded on dignity, respect, and inclusion.

Sansera does not tolerate any form of discrimination, harassment, or unfair treatment in any form. The Company has established appropriate grievance redressal mechanisms to address concerns

related to workplace conduct and equal opportunity. It continues to strengthen initiatives that support workforce diversity, inclusion, and accessibility across its operations.



5

Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
 Male	100%	100%	100%	100%
 Female	100%	100%	100%	100%
Total	100%	100%	100%	100%

6 Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief

Category	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes. Sansera has established a formal grievance redressal mechanism to enable employees and workers to raise workplace-related concerns. The framework enables timely resolution in a fair, transparent, and confidential resolution of grievances.
Other than permanent workers	
Permanent employees	The mechanism applies to all employees and workers, including permanent and non-permanent personnel. Employees and workers can report concerns related to working conditions, welfare, health and safety, workplace behaviour, discrimination, harassment, compensation-related matters, or any other employment-related issues through established channels. The grievance resolution process follows a structured escalation mechanism: 1. Employees and workers are encouraged to first discuss concerns with their immediate supervisor for resolution at the operational level. 2. If the grievance remains unresolved, it may be escalated to the Department Head and Human Resources Department for review and appropriate action. 3. Where the grievance is not satisfactorily resolved, the matter may be escalated to the Management through the Human Resources function for further consideration and resolution. 4. Grievances received through employee representatives, worker representatives, or recognised union committees are reviewed and discussed periodically with management to facilitate effective resolution. 5. Matters relating to women employees, including concerns covered under the Prevention of Sexual Harassment (POSH) framework, are addressed through dedicated mechanisms and committees in accordance with applicable legal requirements. 6. All grievances are recorded, tracked, reviewed, and resolved through defined processes to ensure fairness, confidentiality, and timely closure.
Other than permanent employees	

7 Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total Permanent Workers						
Male	936	816	87.17%	945	815	86.2 %
Female	5	5	100%	5	5	100%

8 Details of training given to employees and workers:

Category	2025-26 (Current financial year)					2024-25 (Previous financial year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	1,628	939	57.68%	1,243	76.35%	1,602	1,422	89%	1,455	90.8
Female	110	83	75.45%	71	64.55%	106	100	94%	99	93.4
Total	1,738	1,022	58.80%	1,314	75.60%	1,708	1,522	89%	1,554	90.9
Workers										
Male	9,987	8,500	85.11%	6,411	64.19%	8,644	7,743	89%	7,228	86.4
Female	766	697	90.99%	500	65.27%	651	650	99.8%	621	95.4
Total	10,753	9,197	85.53%	6,911	64.27%	9,295	8,393	90.3%	7,849	84.4

9 Details of performance and career development reviews of employees and worker:

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	1,523	1,523	100%	1,487	1,487	100%
Female	101	101	100%	97	97	100%
Total	1,624	1,624	100%	1,584	1,584	100%
Workers						
Male	8,843	8,457	96%	8,263	6,295	76%
Female	907	869	96%	472	224	47%
Total	9,750	9,326	96%	8,735	6,519	75%

10 Health and safety management system:

a Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?

Yes. Sansera has implemented a comprehensive Occupational Health and Safety (OH&S) Management System across its manufacturing facilities, offices, research and development centres, and other operational locations. The system aims to provide a safe, healthy, and risk-controlled working environment for employees, contract workers, visitors, and other relevant stakeholders.

The Company's OH&S framework is aligned with internationally recognised standards. It further

incorporates systematic processes for hazard identification, risk assessment, incident prevention, emergency preparedness, employee participation, regulatory compliance, and continual improvement. In addition, occupational health and safety considerations are integrated into operational planning, shop-floor activities, infrastructure design, contractor management, and business decision-making processes.

The OH&S Management System covers workplace safety, machine safety, fire and emergency management, occupational health surveillance, contractor safety management, ergonomics, chemical safety, environmental monitoring, incident

reporting and investigation, employee training, and compliance management. Periodic audits, management reviews, safety inspections, and performance evaluations are also conducted to strengthen safety culture and drive continuous improvement across operations.

Most of the Company's manufacturing facilities are certified to ISO 45001 Occupational Health and Safety Management System standards. This reflects Sansera's commitment to maintaining globally recognised workplace safety practices and protecting the health, safety, and well-being of its workforce.

b What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Sansera follows a structured, risk-based approach to identify workplace hazards, evaluate associated risks, and implement appropriate control measures. These efforts help prevent injuries, occupational illnesses, and operational incidents.

The Company has established a Hazard Identification and Risk Assessment (HIRA) framework across routine, non-routine, maintenance, project-related, and emergency activities. Hazard identification is conducted through workplace inspections, safety audits, process reviews, job safety analyses, behavioural observations, incident investigations, near-miss reporting, employee feedback mechanisms, and periodic risk assessments.

Potential hazards are identified across various categories including machinery operations, material handling, ergonomics, electrical systems, and chemical handling. They also include fire and explosion risks, contractor activities, confined space operations, work at height, and environmental conditions.

Following hazard identification, the Company conducts detailed risk assessments to evaluate the likelihood and severity of potential incidents. It implements mitigation measures based on the hierarchy of controls, including elimination, substitution, engineering controls, administrative controls, and use of personal protective equipment (PPE).

Sansera regularly reviews and updates HIRA studies to address changes in processes, equipment, infrastructure, legal requirements, and operational conditions. Risk assessments are also conducted

periodically and whenever new processes, machinery, materials, projects, or operational modifications are introduced.

To further strengthen workplace safety, the Company has established Standard Operating Procedures (SOPs), Operational Control Procedures (OCPs), along with emergency response plans, and permit-to-work systems. In addition, it has implemented machine safety standards, lockout/tagout procedures, and contractor safety management practices.

Employees and workers actively participate in hazard identification, safety observations, and near-miss reporting. These initiatives foster a proactive safety culture across the organisation.

The Company implements these processes in alignment with the requirements of ISO 45001. They form an integral part of Sansera's commitment to providing a safe and healthy workplace while continuously reducing occupational health and safety risks.

c Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes. Sansera has established formal mechanisms that enable employees and workers to identify, report, and escalate workplace hazards, unsafe conditions, near misses, and safety concerns in a timely manner. These mechanisms align with the Company's Occupational Health and Safety Management System and ISO 45001 requirements.

Employees and workers can report work-related hazards through multiple channels. These include safety observations, near-miss reporting systems, safety patrols, toolbox talks, risk assessment exercises, supervisor reporting, safety committee meetings, and direct communication with the Environment, Health and Safety (EHS) team. All reported hazards and safety concerns are documented, evaluated, and investigated by the concerned EHS personnel and operational teams.

The Company follows a structured process for hazard assessment, corrective action identification, implementation, and closure tracking to ensure effective risk mitigation. In addition, employees and workers are encouraged to actively participate in safety programmes and report unsafe conditions without fear of retaliation.

Where a task or activity presents an imminent health and safety risk, employees and workers have the right to immediately report the concern. They may also refrain from undertaking the activity until appropriate corrective and preventive measures have been implemented.

Regular awareness programmes, safety trainings, mock drills, and employee engagement initiatives further strengthen hazard recognition and risk reporting across the organisation. Through these measures, Sansera promotes a proactive safety culture that prioritises prevention, employee participation, and continuous improvement in workplace health and safety performance.

d Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes. Sansera is committed to supporting the overall health, well-being, and welfare of its employees and workers beyond occupational health requirements. The Company provides access to a range of non-occupational medical and healthcare services to promote physical, mental, and emotional well-being.

Employees and eligible workers are covered under various health and welfare programmes. These include medical insurance, accident insurance, group term life insurance, statutory health benefits, and emergency medical support. The Company also provides ambulance facilities and emergency medical assistance, which may be extended to employees and their families, subject to applicable policies.

In addition, Sansera conducts periodic health check-ups, preventive health screening programmes, wellness initiatives, awareness sessions, and health camps. These programmes encourage early detection and prevention of health-related issues. The Company also promotes employee well-being through mental health awareness programmes, counselling support initiatives, stress management sessions, and wellness campaigns.

Through these initiatives, Sansera seeks to create a healthy and supportive work environment that contributes to employee well-being, workforce productivity, and overall quality of life.

11 Details of safety related incidents, in the following format:

Safety Incident/Number	Category	2025-26 (Current financial year)	2024-25 (Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0.145	0.04
Total recordable work-related injuries	Employees	0	0
	Workers	4	1
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12 Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company has implemented several measures to promote a safe and healthy workplace, including:

1. Comprehensive Occupational Health and Safety Management System: Implementation of structured occupational health and safety practices aligned with ISO 45001 standards across manufacturing facilities to systematically identify, assess, and mitigate workplace risks.

2. Hazard Identification and Risk Assessment (HIRA): Regular hazard identification, risk assessments, safety inspections, and workplace evaluations are conducted to proactively identify potential risks and implement suitable control measures.

3. Personal Protective Equipment (PPE): The Company provides appropriate personal protective equipment to employees and workers based on the nature of their work. Compliance is regularly monitored through safety inspections and supervisory controls.

4. Safety Training and Awareness Programmes:

Periodic safety training programmes, toolbox talks, induction programmes, refresher trainings, behavioural safety initiatives, and awareness campaigns strengthen employee awareness. These initiatives help foster a strong safety culture across all facilities.

5. Emergency Preparedness and Response:

The Company conducts regular emergency response drills, fire evacuation exercises, mock drills, and emergency preparedness training. These efforts enhance readiness for potential emergencies and minimise associated risks.

6. Machine and Process Safety:

The Company has implemented engineering and administrative controls, including machine guarding systems, lockout-tagout (LOTO) procedures, interlocks, safety sensors, preventive maintenance programmes, and operational controls. These measures help reduce workplace hazards.

7. Health Surveillance and Medical Support:

Periodic health check-ups, occupational health monitoring, medical surveillance programmes,

ambulance facilities, first-aid arrangements, and emergency medical response mechanisms are provided to support employee health and well-being.

8. Employee Participation and Safety Governance:

Safety committees, daily Gemba walks, management safety reviews, employee engagement initiatives, near-miss reporting systems, and incident investigation mechanisms encourage active participation. These practices support continuous improvement in safety management.

9. Contractor and Visitor Safety Management:

Contractors and visitors receive safety briefings, access controls, and compliance guidelines. These measures ensure adherence to workplace safety standards across the Company premises.

10. Health, Well-being, and Workplace Environment:

The Company promotes employee well-being through wellness programmes, awareness sessions, ergonomic workplace practices, mental health initiatives, and safe workplace infrastructure.

13 Number of Complaints on the following made by employees and workers:

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	231	22	Grievances received were primarily related to workplace conditions, employee welfare measures, operational safety, and shop-floor facilities. These were addressed through the established grievance redressal mechanism.	107	10	-
Health & Safety	48	4		48	6	-

14 Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health & Safety Practices	EOHS internal system audit - 100% External third-party audit conducted by M/s. TUV NORD - 100%
Working Conditions	EOHS internal system audit - 100% External third-party audit conducted by M/s. TUV NORD - 100%

15 Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health and safety practices and working conditions.

Sansera follows a structured and proactive approach towards occupational health and safety management, focusing on prevention, continuous improvement, and risk mitigation. Safety-related incidents, near misses, observations, audit findings, and workplace hazards are systematically investigated to identify root causes and implement appropriate corrective and preventive actions.

The effectiveness of these actions is periodically reviewed through safety audits, inspections, management reviews, and monitoring mechanisms. Based on risk assessments, safety audits, incident investigations, and employee feedback, the Company has implemented several measures to strengthen workplace safety and improve working conditions. These include:

- Installing and upgrading fire protection systems, including fire hydrants, fire extinguishers, fire alarm systems, public address systems, emergency lighting, and directional safety signage
- Strengthening electrical safety through installation of electrical insulating rubber mats, earth leakage circuit breakers (ELCBs), improved grounding systems, and periodic electrical safety inspections

- Enhancing machine safety through machine guards, safety interlocks, emergency stop mechanisms, rotary equipment protection systems, and lockout-tagout (LOTO) procedures
- Conducting regular safety audits, workplace inspections, behavioural safety observations, and compliance reviews to identify and eliminate unsafe conditions and practices.
- Implementing Hazard Identification and Risk Assessment (HIRA) studies and Job Safety Analysis (JSA) processes to proactively identify, evaluate, and mitigate workplace risks
- Strengthening employee awareness through safety toolbox talks, health and safety campaigns, safety competency development programmes, emergency response training, mock drills, and contractor safety training
- Promoting employee participation through safety committees, near-miss reporting mechanisms, suggestion schemes, and safety engagement initiatives
- Improving emergency preparedness and response capabilities through periodic mock drills, evacuation exercises, and review of emergency response procedures
- Providing appropriate personal protective equipment (PPE) and reinforcing safe work practices through supervision and periodic monitoring

LEADERSHIP INDICATORS

1 Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes. SEL covers Group Term Life Insurance, Employee Deposit Linked Insurance (EDLI) and GPA for permanent employees and EDLI for temporary workmen.

2 Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners

The Company ensures remittance of all statutory dues on time. SEL also verifies periodically monthly for contract employees.

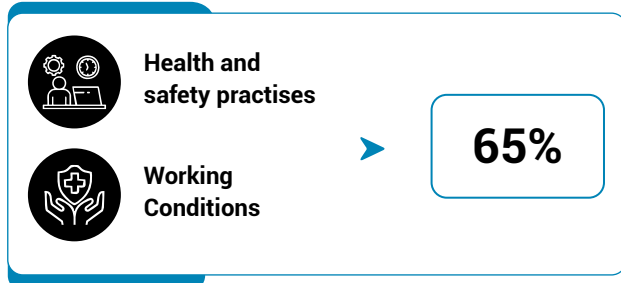
3 Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Category	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	2025-26 (Current financial year)	2024-25 (Previous financial year)	2025-26 (Current financial year)	2024-25 (Previous financial year)
Employees	0	0	0	0
Workers	0	0	0	0

4 Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

Yes. The Company extends the tenure of certain employees beyond retirement on a case-by-case basis.

5 Details on assessment of value chain partners:



6 Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Sansera conducts periodic sustainability and supplier assessments to evaluate the environmental, health, safety, labour, governance, and operational practices of its value chain partners. Based on assessment findings, the Company communicates improvement opportunities, corrective actions, and target timelines to suppliers to address identified gaps and strengthen their sustainability performance.

The Company follows a structured supplier engagement approach to review and track observations from observations from sustainability assessments, audits, customer requirements, and regulatory expectations. In addition, follow-up reviews and periodic assessments are conducted to monitor progress and ensure effective implementation of corrective actions.

During the reporting period, value chain partners undertook several initiatives based on assessment findings and improvement recommendations. These included strengthening monitoring and reporting of GHG emissions and energy consumption, establishing carbon reduction objectives and setting environmental performance targets. Partners also enhanced waste management, effluent management, and integration of environmental aspects into risk identification and assessment processes.

Suppliers were further encouraged to strengthen their occupational health and safety management systems through improved hazard identification and risk assessment practices. They also implemented appropriate control measures, enhanced workplace safety infrastructure, installed safety equipment such as smoke detection systems and



emergency response facilities, and adopted preventive maintenance practices.

In addition, value chain partners were advised to strengthen employee welfare and grievance management systems. This included establishing formal grievance redressal mechanisms, improving communication channels, and enhancing workforce engagement practices. Suppliers were also encouraged to conduct incident investigations and root-cause analyses for workplace incidents, near misses, and safety observations to facilitate continual improvement and prevent recurrence.

Through ongoing supplier engagement, periodic reviews, and capability-building initiatives, Sansera continues to support its value chain partners in improving health, safety, environmental, and social performance. These efforts promote responsible business conduct and sustainable value chain practices.

PRINCIPLE 4



BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

ESSENTIAL INDICATORS

1 Describe the processes for identifying key stakeholder groups of the entity.

Sansera Engineering Limited follows a structured stakeholder identification process driven by materiality assessment. Stakeholders are mapped based on their influence on business continuity, risks, strategy, and the impact of Company operations on them.

The Company identifies key stakeholder groups including employees, customers, investors, suppliers, regulators, communities, and financial institutions. These groups are prioritised based on material ESG risks and opportunities.

The process is embedded within the Company's ESG framework, which emphasises continuous stakeholder engagement, regulatory alignment, and incorporation of feedback into decision-making. This approach enables the Company to create long-term value.

2 List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

S. No.	Stakeholder group	Whether identified as Vulnerable and Marginalised Group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), Other	Frequency of engagement (Annually/Half yearly/Quarterly /others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
1	Employees	No	Goal setting and performance appraisal meetings, email, SMS, WhatsApp groups, websites, publications, newsletters, display notices of policies at various locations, covered in training plan, Sansera intranet (IMS, ESS-employee self-service software) whereby employees can access policies, social media such as LinkedIn, townhall meetings (monthly plant wise), sunrise meeting, Daily Work Management (DMW), safety committee meetings, POSH meetings, grievance Committee meetings, and canteen committee meetings.	• Periodically	Long term strategy plans, training and awareness, health, safety, and engagement initiatives. Enhance employee volunteerism and safety awareness on regulatory updates

S. No.	Stakeholder group	Whether identified as Vulnerable and Marginalised Group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), Other	Frequency of engagement (Annually/Half yearly/Quarterly /others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
2	Investors	No	Seminars, conferences, official communication channels, regulatory audits/inspections, environmental compliance, policy intervention, websites, government portals, Sheel legal software for communication, Ricago software - legal and regulatory updates, compliance escalation software periodically updated, updates from forums such as Chamber of Commerce which highlights on legal requirements, and HR community groups.	- Annually - Periodically - Quarterly	Investors prefer to invest in the organisations that are socially and environmentally responsible.
3	Customers	No	Website, publications, mass media and digital communications, plant visits, conferences, customer surveys, social media, and events	Periodically	Product quality and availability
4	Suppliers and service providers	No	Plant visits, supplier audits, professional networks, workshops and trainings, and supplier performance monitoring (monthly).	Periodically	Quality, timely delivery and payments, ISO and OSHA standards followed by supply chain.
5	Government and Regulatory Bodies	No	Seminars/conferences, official communication channels, regulatory audits/inspections, website, government portals and notices.	Periodically	Guiding in terms of understanding government schemes in the same area (if any) for increased effectiveness. Resolution of compliance-related queries if any.
6	Communities	Yes	Meetings (of community/local authority and town council/ committee/location head/SWOT council), community visits and projects, partnership with local charities, volunteerism, and seminars/ conferences.	Periodically	Please refer to the following link for information about the Company's community engagements: https://sansera.in/sansera-foundation
7	Bankers	No	Annual reports, press releases, earnings call, investor meets, one-on-one calls and meetings, and investor conferences.	- Periodically - Need- based	Financing-related investment.

LEADERSHIP INDICATORS

1 Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

Sansera Engineering Limited has instituted a Board-level ESG Committee to provide strategic oversight on sustainability-related matters. The Committee oversees stakeholder engagement, ESG risk management, and regulatory developments.

It ensures that the Board is periodically apprised of emerging ESG issues, material risks, and performance against sustainability objectives. The Committee also facilitates structured feedback from Directors to strengthen governance and decision-making.

At the operational level, functional heads and cross-functional teams engage with key stakeholders, including customers, suppliers, and value chain partners. These engagements are supported by structured review mechanisms, audits, and regular business interactions and enable real-time identification of risks, opportunities, and evolving stakeholder expectations.

The Company consolidates insights from stakeholder interactions through defined reporting frameworks to the ESG Committee. This approach aligns ground-level inputs with Board-level strategy.

Through this integrated governance framework, Sansera embeds stakeholder considerations into its business processes, enhances transparency, and supports long-term value creation in line with its ESG commitments.

2 Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity

The Company has established an ESG governance system that systematically integrates stakeholder inputs into the identification and management of

environmental and social priorities. It engages with key stakeholder groups, including employees, customers, suppliers, and value chain partners, through multiple formal and informal mechanisms. These mechanisms include safety committee meetings, grievance redressal forums, POSH committee discussions, operational reviews and periodic consultations.

The Company regularly reviews its policies and practices by incorporating feedback received from stakeholders on ESG-related matters such as occupational health and safety, environmental performance, workplace conditions, and regulatory compliance. It analyses these inputs through structured feedback mechanisms and materiality assessments.

This approach helps identify emerging risks, prioritise key issues, and update policies and controls accordingly. A defined escalation and reporting structure further supports effective governance.

Insights gathered from stakeholder interactions at the operational level are systematically consolidated and communicated to senior management and the Board-level ESG Committee. This process supports informed decision-making and drives continuous improvement. It also strengthens transparency, enhances accountability, and embeds stakeholder expectations into business processes and sustainability strategy.

The Company maintains ongoing feedback loops to keep stakeholders informed of actions taken in response to their inputs. This approach reinforces trust, encourages participation, and supports the continuous refinement of ESG policies, programmes and performance outcomes.

3 Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.

The Company actively engages with vulnerable and marginalised stakeholder groups through its structured Corporate Social Responsibility (CSR) framework, implemented through the Sansera Foundation. These initiatives address identified community



needs and create sustainable and measurable social impact across education, healthcare, environmental sustainability, and community development.

The Company adopts a participatory approach to community engagement. It considers inputs from local stakeholders, community representatives, and implementation partners while designing and executing CSR programmes. This approach ensures that initiatives respond to local socio-economic challenges and align with broader sustainability objectives.

To address community concerns effectively, the Company undertakes need assessments, project-based interventions, and continuous stakeholder consultations. These efforts ensure that programmes remain relevant, inclusive, and outcome-driven. The Company also conducts periodic monitoring

and evaluation mechanisms to assess programme effectiveness and enable continuous improvement.

Furthermore, the Company encourages employee volunteering and partnerships with NGOs and institutions. These partnerships strengthen stakeholder collaboration and enhance the scale and impact of CSR initiatives. Through this integrated approach, the Company fulfils its social responsibility obligations while contributing to long-term community resilience and inclusive growth in its areas of operation.

Through these structured interventions, the Company systematically identifies and addresses the concerns of vulnerable and marginalised groups. It also incorporates these insights into its community engagement strategy, reinforcing its commitment to responsible and sustainable business practices.



PRINCIPLE 5



BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

ESSENTIAL INDICATORS

1 Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	1,685	843	50.03%	1,643	1,174	72%
Other than permanent	52	52	100%	73	73	100%
Total	1,737	895	51.53%	1,716	1,247	73%
Workers						
Permanent	1,190	722	60.67%	1,369	1,271	93%
Other than permanent	9,563	8,494	88.82%	8,168	7,009	86%
Total	10,753	9,216	85.71%	9,537	8,280	87%

2 Details of minimum wages paid to employees and workers, in the following format:

Category	2025-26 (Current financial year)					2023-24 (Previous financial year)				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/ D)
Employees										
Permanent	1,623	0	0%	1,623	100%	1,579	0	0%	1,579	100%
Male	1,523	0	0%	1,523	100%	1,483	0	0%	1,483	100%
Female	101	0	0%	101	100%	96	0	0%	96	100%
Other than permanent	0	0	0%	0	100%	5	0	0%	5	100%
Male	0	0	0%	0	0%	4	0	0%	4	100%
Female	0	0	0%	0	0%	1	0	0%	1	100%
Workers										
Permanent	937	0	0%	937	100%	950	0	0%	950	100%
Male	932	0	0%	932	100%	945	0	0%	945	100%
Female	5	0	0%	5	100%	5	0	0%	5	100%
Other than permanent	8,813	0	0%	8,813	100%	7,785	0	0%	7,785	100%
Male	7,911	0	0%	7,911	100%	7,318	0	0%	7,318	100%
Female	902	0	0%	902	100%	467	0	0%	467	100%

3 a Details of remuneration/salary/wages, in the following format:

Category	Male		Female	
	Number	Median remuneration/salary/wages of respective category (INR in million)	Number	Median remuneration/salary/wages of respective category (INR)
Board of Directors (BoD)	05	31.37 Mn	01	3.825 Mn
Key Managerial Personnel	5	1,06,81,805	0	0
Employees other than BoD and KMP	1,514	6,33,744	101	4,33,992
Workers	8,843	2,60,640	907	2,57,686

3 b Gross wages paid to females as % of total wages paid by the entity, in the following format:

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Gross wages paid to females	177.29 mn	59.585 mn
Total wages	4,448.46 mn	2,604.7 mn
Gross wages paid to females as % of total wages	3.9%	2.3%

4 Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. The Company has a Grievance Handling Committee that serves as the focal point for addressing human rights impacts or issues caused or contributed to by the business.

5 Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has established a grievance redressal mechanism to address concerns related to human rights, workplace issues, and employee well-being. Employees are encouraged to report any concerns that may affect their work environment, dignity, rights, or performance.

Employees may submit grievances in writing to the concerned Department Head and the Human Resources (HR) Department. The Department Head, in coordination with HR, reviews the grievance and undertakes appropriate actions to resolve the issue in a fair and timely manner.

If a grievance remains unresolved within one week of submission, or if the employee is dissatisfied with the outcome, it may be escalated through the HR Department to the Management for further review. The Management reviews the grievance and communicates its decision to the concerned employee within five working days.

In addition, the Company periodically reviews working conditions raised through the Union Committee. Management and Union representatives discuss these matters jointly to ensure effective resolution and drive continuous improvement in workplace practices.

6 Number of complaints on the following made by employees and workers:

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment						
Discrimination at workplace						
Child labour		01				
Forced labour/ Involuntary labour		Resolved Disciplinary action taken			Nil	
Wages						
Other human rights related issues						

7 Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	01	Nil
Complaints on POSH as a % of female employees/workers		
Complaints on POSH upheld		

8 Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company is committed to providing a workplace free from discrimination, harassment, retaliation, and unfair treatment. It prohibits discrimination based on race, gender, nationality, religion, age, disability, sexual orientation, medical condition, language, or any other characteristic protected under applicable laws.

To address workplace harassment, the Company has implemented a Prevention of Sexual Harassment (POSH) Policy and constituted Internal Committees (ICs) at all applicable locations in accordance with statutory requirements. Employees may report incidents of discrimination, harassment, or inappropriate behaviour through established grievance channels without fear of retaliation.

The Company follows a fair, impartial, and confidential investigation process. It maintains the confidentiality of

complainants, respondents, witnesses, and proceedings to the extent permitted by law. The Company also strictly prohibits retaliation, victimization, intimidation, or adverse action against a complainant, witness, or participant in an investigation.

Where necessary, the Company may implement appropriate interim measures to safeguard the complainant and ensure a safe working environment during the investigation. Employees experiencing retaliation or adverse consequences after raising a concern may report the matter to the Internal Committee, Human Resources Department, or Management for immediate review and corrective action.

9 Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes

10 Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	RBA Audit, Customer CSR Audit, and SGS audit, among others.

11 Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

Human rights requirements form an integral part of the Company's business agreements, contracts, and applicable supplier expectations. The Company is committed to conducting its business in a manner that respects and promotes human rights and expects its business partners to uphold the same standards.

Based on the assessments conducted during the reporting period, the Company identified no significant human rights risks, violations, or concerns requiring corrective action. The Company further monitors the operations and business relationships. Where necessary, the Company remains committed to implementing appropriate corrective and preventive measures.

LEADERSHIP INDICATORS

1 Details of a business process being modified/introduced because of addressing human rights grievances/complaints.

The Company has established grievance redressal mechanisms and human rights policies to address concerns raised by employees and workers. During the reporting period, it received no human rights-related grievances that necessitated modifications to existing business processes.

The Company continues to strengthen awareness through periodic training, communication, and engagement programmes on human rights and ethical workplace practices.

2. Details of the scope and coverage of any Human rights due diligence conducted

The Company undertakes periodic assessments and audits to evaluate compliance with human rights requirements across its operations.

During the reporting period, customer audits, including Responsible Business Alliance (RBA) assessments conducted by OEM customers, covered key human rights aspects. These included non-discrimination, prevention of child labour and forced labour, working hours, wages and benefits, occupational health and safety, freedom of association, and workplace conditions.

Accordingly, no significant human rights concerns were identified during these assessments.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes. The Company is committed to providing an inclusive and accessible environment. Where applicable, its facilities provide ground-floor access and other infrastructure provisions to improve accessibility for differently abled visitors. These provisions align with applicable legal requirements and operational feasibility.

- 4 Details on assessment of value chain partners: All our Supplier are assessed based our Sustainability Assessment checklist in line GRI, BRSR, UNGC Expectation** - supplier onboarding process, the Company undertakes risk-based due diligence. This process evaluate suppliers' environmental performance, compliance status, and potential impact on air emissions, wastewater management, waste handling, and resource utilisation. Suppliers identified as high-risk from an environmental perspective are subject to enhanced evaluation, and onboarding is avoided or conditional upon implementation of corrective measures

	% of value chain partners (by value of business done with such partners) that were assessed
Child labour	65%
Forced/involuntary labour	65%
Sexual harassment	65%
Discrimination at workplace	65%
Wages	65%
Others – please specify	65%

- 5 Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.**

Based on the assessments conducted during the reporting period, the Company identified no significant risks, violations, or concerns among the assessed value chain partners. These included issues relating to child labour, forced labour, sexual harassment, workplace discrimination, wages, or other human rights aspects.

Accordingly, no corrective actions were required. The Company continues to engage with its value chain partners and monitor compliance with applicable legal, ethical, and human rights requirements through periodic assessments and reviews.

During previous year, the overall value chain assessment was 65% due to consideration of warehouse. However, during 2025-26, only manufacturing facilities were considered for sustainability assessment. As a result, the assessment coverage remained at 65%.

PRINCIPLE 6



Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1 Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
From renewable sources		
Total electricity consumption (A) (in GJ)	3,34,826.4	2,72,744
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A + B + C) (in GJ)	3,34,826.4	2,72,744
From non-renewable sources		
Total electricity consumption (D) (in GJ)	1,98,585	2,00,969
Total fuel consumption (E) (in GJ)	98,408.3	87,904.71
Energy consumption through other sources (F) (in GJ)	0	0
Total energy consumed from non-renewable sources (D + E + F) (in GJ)	2,96,993.3	2,88,874
Total energy consumed (A + B + C + D + E + F) (in GJ)	6,31,819.7	5,61,617.43
Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations) (in GJ/₹ mn)	20.39	20.66
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP) (in GJ/₹ mn adjusted for PPP)	409.63	462.68
Energy intensity in terms of physical output (in GJ/unit of product)	0.00573	0.00426
Energy intensity (<i>optional</i>) – the relevant metric may be selected by the entity		
Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.	No	

2 Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not applicable. As Sansera is not a designated consumer.

3 Provide details of the following disclosures related to water, in the following format:

S. No.	Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Water withdrawal by source (in kilolitres)			
i	Surface water	0	0
ii	Groundwater	68,385.71	56,366.62
iii	Third party water	1,39,175.18	1,16,535.54
iv	Seawater/desalinated water	0	0
v	Other	49,434.91	43,696.84
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)		2,56,995.80	2,16,599
Total volume of water consumption (in kilolitres)		2,12,505.96	1,99,414
Water intensity per rupee of turnover (Water consumed/ Revenue from operations) (in KL/₹ Mn)		6.86	7.33
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP) (in KL/₹ Mn adjusted for PPP)		137.81	149.98
Water intensity in terms of physical output (in KL/unit of product)		0.00192	0.00151
Water intensity (<i>optional</i>) – the relevant metric may be selected by the entity			
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.		Nil	

4 Provide the following details related to water discharged:

Parameter		2025-26 (Current financial year)	2024-25 (Previous financial year)
Water discharge by destination and level of treatment (in kilolitres)			
To Surface water	No treatment	0	0
	With treatment – please specify level of treatment	0	0
To Groundwater	No treatment	0	0
	With treatment – please specify level of treatment	0	0
To Seawater	No treatment	0	0
	With treatment – please specify level of treatment	0	0
Sent to third parties	No treatment	0	0
	With treatment – please specify level of treatment	0	0
Others	No treatment	0	0
	With treatment – please specify level of treatment	0	0
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.		Not done	Yes. TUV SUD

5 Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation

The Company operates treatment plants that reuse treated water for gardening purposes at most facilities. Both Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) have been implemented, while Zero Liquid Discharge (ZLD) is yet to be implemented. Among the 17 plants, four operate both ETP and STP, while 15 have STP. Additionally, two non-manufacturing

plants utilise soak pits and septic tanks. The treated water from these systems is repurposed for gardening.

Specifically, Plant 4 in Manesar and Plant 6 in Rudrapur operate wastewater treatment systems. The treated water from these facilities is subsequently discharged to the Common Effluent Treatment Plant (CETP).

6 Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	2025-26 (Current financial year)	2024-25 (Previous financial year)
NOx	mg/Nm ³	41.20	40.82
SOx	mg/Nm ³	19.52	22.1
Particulate Matter (PM)	mg/Nm ³	48.60	46.0
Persistent organic pollutants (POP)		BDL	BDL
Volatile organic compounds (VOC)		BDL	BDL
Hazardous air pollutants (HAP)		NA	NA
Others – please specify		SEL undertakes quarterly third-party lab testing for each of these air emission parameters, including NOx and SOx, across its locations. This is in addition to the Company's internal monitoring systems and helps ensure emissions remain within permissible limits. The Company also submits the reports to the concerned authority and Pollution Control Boards.	SEL undertakes quarterly third-party lab testing for each of these air emission parameters, including NOx and SOx across all its locations. This complements the Company's internal monitoring systems and helps ensure emissions remain within permissible limits. The Company also submits the reports to the concerned authority and Pollution Control Boards.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes,
 Madhav Associates approved by MoEF. MITCON Consultancy & Engineering Services Limited | Pune - MoEF approved lab.
 Universal Analysis Lab- NABL - TC5023 - Haryana Win Met Technologies Private Limited - UP - MoEF approved lab



7 Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	CO ₂ in MT	8,076.14	7,632.71
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	CO ₂ in MT	39,165.29	40,584.61
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	tCO ₂ e/mn	1.52	1.77
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)	tCO ₂ e/mn adjusted for PPP	30.53	39.72
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO ₂ e/unit of product	0.00042	0.00037
Total Scope 1 and Scope 2 emission intensity (optional) – per ton of production	CO ₂ in MT/ton of production	-	-
Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.		Nil	

Scope 3 emissions

Parameter	Unit	2025-26	2024-25
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	9,23,814.37	8,81,838.38
Total Scope 3 emissions per rupee of turnover	tCO ₂ e/Mn INR	29.81	32.43
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	Tonnes of CO ₂ e per rupee of turnover	—	—

Note: Out of 15 Categories of scope 3 emissions, 9 categories are applicable to Sansera. The current year (2025-26), hereby disclose 7 categories of scope 3 emissions. Category 1- Purchase Goods & services are calculated using spend based method. Category 2- Capital Goods are calculated using Average spend-based method. Category 3- Fuel- and Energy-Related Activities are calculated using Average data method. Category 5- Waste Generated in Operations are calculated using Waste type specific method. Category 6- Business Travel is calculated using Distance based method. Category 7- Employee Commuting are calculated using Distance based method. Category 15- Investments are calculated using Average spend based method

Yes. Sansera has implemented several projects to reduce greenhouse gas emissions. These initiatives include:

1. Renewable Energy and Electrification Transition:

- Commissioned an 860 kW rooftop solar installation, contributing significantly to renewable energy share
- Increased adoption of grid-based renewable energy including wind and solar power across plants
- Reduced Scope 2 emission through energy substitution (high ESG visibility)

2. Process-Level Energy Optimisation

- Eliminated chillers in deep hole drilling and hydraulic systems through heat exchanger/cooling tower integration
- Replaced multiple chillers with centralised cooling tower system
- Optimised hydraulic power pack (Hawe-type + intermittent operation) across machines
- Reduced electrical load by downsizing SDD machines and coolant motors from 22 kW to 5.5 kW
- Eliminated electrical heaters in washing machines through the adoption of Ometa cleaning system and compressor heat recovery

4. Compressed Air System Optimisation

- Replaced MS pipelines with aluminium pipelines to reduce pressure drop and leakage
- Identified and rectified air leakages through thermal imaging and audits
Installed air cut-off valves, idle air shut-off systems, and additional air receivers
- Optimised compressor loading and unloading cycles and added air receivers
- Reduced operating pressure (e.g., 5.5 bar → 4 bar optimisation in some lines)

5. Motor and Drive Efficiency Improvements

- Replaced IE2 motors with IE3 and IE4 energy-efficient motors across plants
- Upgraded induction motor in forging and production lines
- Installed SVG (Static Var Generator) to improve power factor
- Reduced RPM in agitator and process motors

6. Automation and Idle Energy Elimination

Deployed timer-based control systems, sensor-based automation, and PLC logic modifications

7. HVAC, Lighting and Utility Optimisation

- Replaced CFL/250W lamps with LED-based lighting systems
- Integrated motion sensors, and temperature-based fan automation
- Optimised electrical panel air conditioning, and shopfloor ventilation systems

8. Equipment Retrofitting and Process Innovation

- Improved billet heating efficiency through correct coil sizing in IBH systems
- Optimised cooling load through duct and process modifications
- Replaced pneumatic tools with electric/battery alternatives
- Utilised heat recovery systems for process applications

9. Energy Management System (EnMS) Implementation

- Continued implementation of ISO 50001-based Energy Management System across operations.
- Implemented SEC (Specific Energy Consumption) reduction programmes
- Identified Significant Energy Uses (SEUs)
- Monitored energy performance continuously through improvement projects

9 Provide details related to waste management by the entity, in the following format:

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Total waste generated (in metric tonnes)		
Plastic waste (A)	120.73	73.98
E-waste (B)	8.23	4.66
Bio-medical waste (C)	1.39	0.10
Construction and demolition waste (D)	3.68	9.48
Battery waste (E)	12.29	6.48
Radioactive waste (F)	0	0.0
Other hazardous waste. Please specify, if any. (G)	2,476.60	1,901.03
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	33,266.60	31,045.19
Total (A + B + C + D + E + F + G + H)	35,889.52	33,031.92
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations)	1.16	1.21
Waste intensity per rupee of turnover adjusted Purchasing for Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	23.30	27.21
Waste intensity in terms of physical output	0.000325	0.000251
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
i Recycled	33,899.51	31,491
ii Reused	0.0	0.0
iii Other recovery operations	1,105.66	977.37
Total	35,005.17	32,477
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
i. Incineration	844.70	563
ii. Landfill	0.00	0.27
iii. Other disposal methods	0.0	0.0
Total	844.70	563.27
Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.		Nil

10

Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Sansera Engineering Limited has implemented a structured and systematic waste management framework across its operations, aligned with environmental and occupational health and safety requirements. The key practices adopted are as follows:

1. Segregation at Source:

All waste streams are segregated at the point of generation using a colour-coded bin system. This enables effective classification of hazardous and non-hazardous waste while facilitating downstream handling and disposal.

2. Scientific Storage and Handling:

Dedicated storage areas are established for hazardous and non-hazardous waste. Hazardous waste is stored in accordance with regulatory requirements through secure practices, including covered enclosures, concrete flooring, and approved containers. Non-hazardous waste is stored in designated areas to prevent cross-contamination.

3. Quantification and Tracking:

The Company maintains a comprehensive waste inventory and tracking system, including quantity registers for waste generation and disposal. This ensures traceability and compliance with statutory reporting requirements.

4. Waste Reduction, Recovery and Reuse Initiatives:

The Company actively implements initiatives to minimise waste generation and promote resource efficiency, including:

- Recovery and recycling of cotton waste
- Reuse of oil through centrifuge-based reclamation systems
- Reuse of plastic containers and metallic cans, wherever feasible

5. Monitoring and Continuous Improvement:

Waste management performance is monitored through a structured Monitoring and Measurement Plan, enabling continual improvement by identifying opportunities for waste reduction and recycling.

6. Compliance with EHS Procedures:

All waste management activities are governed by established Environmental, Occupational Health and Safety procedures, ensuring adherence to internal standards and applicable legal requirements.

11 If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

S. no.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
SEL does not have any plants around ecologically sensitive areas, including national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests and coastal regulation zones.			

12 Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

S. no.	Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant weblink
Not Applicable						

13 Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes. SEL is compliant with all the applicable environmental laws.

S. no.	Specify the law/regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

LEADERSHIP INDICATORS

1 Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

(i) Name of the area

Sansera does not withdraw, consume or discharge water in areas of water stress.

(ii) Nature of operations

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	2025-26 (Current financial year)	2024-25 (Previous financial year)
Water withdrawal by source (in kilolitres)		
To surface water		
To groundwater		
To seawater		
Sent to third parties		
Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed/turnover)		
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
To surface water	No treatment With treatment – please specify level of treatment	Nil
To groundwater	No treatment With treatment – please specify level of treatment	
To seawater	No treatment With treatment – please specify level of treatment	
Sent to third parties	No treatment With treatment – please specify level of treatment	
Others	No treatment With treatment – please specify level of treatment	
Total water discharged (in kilolitres)		
Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.		No

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

SEL does not have any plants around ecologically sensitive areas, including national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests and coastal regulation zones, among others. As its facilities are situated within designated industrial areas and estates, the Company's impact on biodiversity remains minimal.

4 If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S. no.	Initiative undertaken	Details of the initiative (Weblink, if any, may be provided along-with summary)	Outcome of the initiative
1	Advanced energy efficiency and process optimisation across plants	Implemented multiple energy efficiency projects including elimination of chillers through heat exchangers, hydraulic power pack optimisation, machine idle cut-off logic, timer/sensor-based automation, and optimisation of compressors and cooling systems	- Reduced energy consumption significantly - Improved operational efficiency
2	Adoption of renewable energy	Increased renewable energy consumption by installing high-capacity rooftop solar systems and procured wind and solar power for plant operations	- Reduced Scope 2 emissions - Decreased dependence on conventional energy sources
3	Compressed air system optimisation	Implemented air audits, leakage detection using advanced techniques, replaced MS pipelines with aluminium pipelines, pressure optimisation, and installed automatic air cut-off systems	- Reduced energy losses - Improved system efficiency - Lowered electricity consumption
4	Motor efficiency improvement programme (IE3/IE4 upgrades)	Replaced conventional motors with energy-efficient IE3 and IE4 motors across facilities, along with process optimisation such as RPM reduction and system redesign	- Reduced base electrical load - Improved long-term energy efficiency
5	Waste heat recovery and process innovation	Introduced waste heat recovery systems, eliminated electrical heaters in washing processes using alternative cooling technologies and reused compressor heat	- Reduced energy consumption - Improved resource utilisation
6	Water management and effluent reuse	Strengthened STP and ETP systems with treated water reuse for gardening, process applications, and implemented water conservation practices across plants	- Reduced freshwater consumption - Improved water sustainability
7	Smart energy management and monitoring	Monitored energy performance continuously through Energy Management Systems (EnMS), identified significant energy uses, and implemented targeted optimisation projects	- Reduced in specific energy consumption annually - Improved energy performance monitoring
8	Sustainable material and process optimisation	Adopted eco-friendly coolants, process redesign, and reduced chemical usage in operations including washing systems and machining	- Reduced environmental impact - Lowered consumption of hazardous materials
9	Lighting and utility optimisation	Transitioned to LED lighting, installed motion sensors, and optimised HVAC and ventilation systems across facilities	Reduced electricity consumption with quick payback benefits
10	Circular resource utilisation and waste reduction initiatives	Implemented reuse and recycling practices such as oil recovery through centrifuge systems, reused containers, and reduced process waste generation	- Improved resource efficiency - Reduced waste generation

5 Does the entity have a business continuity and disaster management plan? Give details in 100 words/weblink.

Sansera Engineering Limited has established a comprehensive Business Continuity Management (BCM) and Disaster Management framework embedded within its enterprise risk management system. This framework strengthens resilience against operational disruptions and unforeseen events.

The Company adopts a risk-based approach by identifying critical processes, assessing potential threats, and evaluating their business impacts. Based on these assessments, it implements appropriate mitigation and recovery strategies. In addition, it develops and periodically reviews Business Continuity Plans (BCPs) and Disaster Recovery Plans (DRPs) across all key locations. This ensures operational readiness and supports the continuity of essential operations during disruptions.

The framework is aligned with the National Disaster Management Authority (NDMA) guidelines and internationally recognised standards such as ISO 22301. This alignment supports structured planning, response, and recovery mechanisms. Furthermore, the Company maintains adequate resources, along with critical infrastructure redundancies and backup systems, thereby enhancing overall operational reliability.

To strengthen preparedness, the Company conducts periodic mock drills, simulations, and testing exercises to evaluate the effectiveness of response mechanisms. The Company also conducts regular training, awareness programmes, and communication protocols, which strengthen employees' emergency response capabilities.

In addition, a defined governance structure enables senior management to continuously monitor and review risk mitigation measures, incident response actions, and improvement initiatives. This ensures timely decision-making and effective crisis management.

Further, the Company continues to enhance its emergency response systems through infrastructure improvements, digital monitoring tools, and site-level preparedness systems. These initiatives collectively strengthen resilience and improve rapid response capabilities across all plants.

This integrated approach ensures business continuity, regulatory compliance, and stakeholder confidence, while supporting long-term operational sustainability and risk resilience.

6 Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Sansera Engineering Limited has established a structured value chain environmental risk management framework to identify, assess, and mitigate potential adverse environmental impacts arising from its suppliers and business partners.

As part of its supplier onboarding process, the Company undertakes risk-based due diligence. This process evaluate suppliers' environmental performance, compliance status, and potential impact on air emissions, wastewater management, waste handling, and resource utilisation. Suppliers identified as high-risk from an environmental perspective are subject to enhanced evaluation, and onboarding is avoided or conditional upon implementation of corrective measures.

The assessment framework covers key environmental parameters including:

- Wastewater generation and treatment practices
- Air emissions and pollution control mechanisms
- Hazardous and non-hazardous waste management
- Noise pollution and occupational exposure aspects

In addition to onboarding assessments, the Company promotes continuous engagement with suppliers to improve environmental performance across the value chain. This includes periodic reviews, communication of sustainability expectations, and alignment with applicable regulatory requirements and industry standards.

Furthermore, the Company encourages suppliers to adopt resource-efficient practices, cleaner technologies, and responsible waste management systems. These efforts collectively help reduce the overall environmental footprint across the value chain.

Through this proactive and preventive approach, the Company is able to minimise environmental risks, ensure regulatory compliance, and strengthen sustainability across its supply chain. Ultimately, this contributes long-term value creation and reinforces responsible business conduct.

7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

65%

PRINCIPLE 7



Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1 a Number of affiliations with trade and industry chambers/associations.

6

1 b List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to, in the following format:

S. no.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations
1	The Automotive Component Manufacturers Association of India (ACMA)	National
2	Bidadi Industries Association & Bommasandra Industrial Association (BIA)	State
3	BAVA (Bajaj Auto Vendor Association)	State - Uttarakhand
4	Karnataka Employers Association	State
5	Bangalore Chamber of Industry and Commerce (BCIC)	State
6	Society of Indian Aerospace Technologies and Industries (SIATI)	National
7	Confederation of Indian Industry	National
8	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
9	FKCCI – Federation of Karnataka Chambers of Commerce	State

S. no.	Name of authority	Brief of the case	Corrective action taken
		No adverse order was received in current Financial Year	



PRINCIPLE

8



Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1 Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

S. no.	Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Weblink
The Company has partnered with Good Business Lab, supported by the Bill & Melinda Gates Foundation, to enhance the participation of women in the automotive manufacturing sector. The project focuses on identifying and addressing barriers to women's employment through evidence-based research, skill development, and workplace interventions. It aims to improve recruitment, retention, and career progression of women employees by promoting inclusive workplace practices, safe working conditions, and gender-sensitive policies						

2 Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. no.	Name of project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the financial year (in ₹)
Nil						

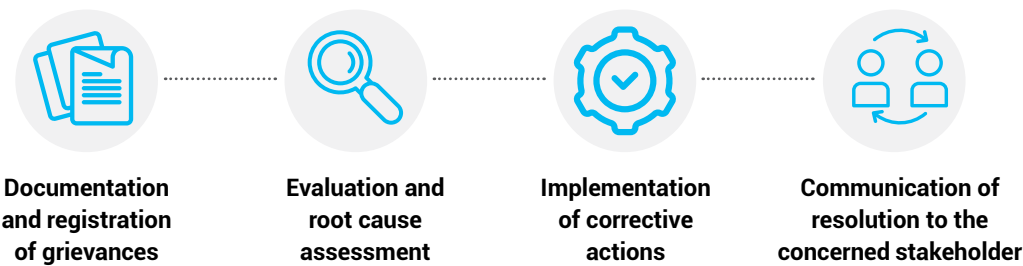
3 Describe the mechanisms to receive and redress grievances of the community.

Sansera Engineering Limited has established a structured community grievance redressal mechanism to ensure timely and effective resolution of concerns raised by local stakeholders, including communities around its operational locations.

The Company provides multiple grievance channels, including contact details available on its official website, direct interaction with plant-level representatives, and in-person grievance submission at plant locations, ensuring accessibility and transparency in the process.

All grievances received are systematically recorded, acknowledged, and addressed within defined timelines, with clear ownership assigned at the respective plant or functional level. Where necessary, concerns are escalated to plant management for further investigation and resolution.

The grievance redressal process includes:



The Company periodically reviews the grievance handling process to identify recurring concerns and opportunities for improvement. This helps strengthen community relationships, build stakeholder trust, and reinforce accountability, responsiveness, and proactive engagement in line with its commitment to responsible business practices and sustainable operations.

4 Percentage of input material (inputs to total inputs by value) sourced from suppliers

Category	2025-26 (Current financial year)	2024-25 (Previous financial year)
Directly sourced from MSMEs/small producers	17%	13%
Sourced directly from within the district and neighbouring districts	Within district - 12.0% Neighbouring district - 5.3%	Within district - 10.5% Neighbouring district - 2.5%

5 Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost

Location	2025-26 (Current financial year)	2024-25 (Previous financial year)
Rural	11.31%	11.3%
Semi-urban	-	-
Urban	88.7%	88.7%
Metropolitan	-	-

(Place to be categorised as per RBI Classification System - rural/semi-urban/urban/metropolitan)

LEADERSHIP INDICATORS

1 Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

S. no.	Details of negative social impact identified	Corrective action taken
	The percentage of women employees increased from 5% to 9%, driven by awareness initiatives across the communities. The initiative is part of a broader industry effort to improve gender diversity in the automotive sector, where women participation remains significantly low. Through collaboration with multiple industry stakeholders, the project aims to develop scalable, data-driven solutions that enhance women's access to employment opportunities while supporting workforce productivity and inclusive economic growth.	

2 Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies

S. no.	State	Aspirational district	Amount spent (in ₹)
		Not Applicable	

3 a Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)

No

b From which marginalised/vulnerable groups do you procure?

NA

c What percentage of total procurement (by value) does it constitute?

NA

4 Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year) based on traditional knowledge:

Intellectual property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared	Intellectual property based on traditional knowledge
		NA	

5 Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the case	Corrective action taken
NA		

6 Details of beneficiaries of CSR Projects:

S. no.	CSR project 2025-26	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1	Co-Curricular Activities (Provided Yoga, Music, Computer Education, Physical Education) - 22 Teachers and 29 Government Schools	6,727	100% rural and semi-urban people
2	Vidya Pragathi Programme (Provided Subject Teachers) - 51 Teachers and 31 Government Schools	8,356	100%
3	5S Activities	4,316	Government school children 100%
5	Toilet Maintenance Program - 31 Government Schools	12,562	Government school children 100%
6	Vidya Pragathi Scholarship Programme – Anekal	435	Economically weaker sections - 100%
7	Vidya Pragathi Scholarship Programme – Koramangala	560	Economically weaker sections - 100%
8	Vidya Pragathi Scholarship Programme – Other Areas	229	Economically weaker sections - 100%
9	NMMS Special Classes	1,041	Students are mostly from economically weaker sections - 100%
10	Students Industry Visits	180	Government school children 100%
11	Career Counselling and Mental Health Program	868	Government school children 100%
12	National Automobile Olympiad 2025	1,995	Government school children 70%
13	Residential Summer Camp	98	Government school children - 80%
14	Ramanagara Education Project	2,000	Government school children 100%
15	Health Care (Dental & Eye Check-up Camp)	2,837	Economically weaker sections - 100%
16	Blood Donation Camp	545	100%
17	Free HIV & TB Testing Camp Conducted at AiR Humanitarian Homes, Bannerghatta, in collaboration with the Karnataka State AIDS Prevention Society, Government of Karnataka	419	100%

PRINCIPLE 9



Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1 Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company operates a structured customer grievance redressal and feedback management system within its Quality Management framework, ensuring timely and effective resolution of customer concerns.

Customers can raise complaints and provide feedback through multiple channels, including dedicated business communication channels, customer interface teams, telecommunication support, and official email mechanisms. This ensures accessible and convenient reporting of issues.

All complaints received are systematically recorded, tracked, and routed through a centralised process to the relevant departments, ensuring accountability and timely resolution. The Quality Team plays a key role in assessing complaints, coordinating cross-functional investigations, and implementing corrective and preventive actions wherever required.

The Company follows a defined closed-loop mechanism, involving:

- Acknowledgement of the complaint
- Root cause analysis and investigation
- Implementation of corrective actions
- Communication of resolution to the customer

The Company periodically analyses complaint data to identify trends, recurring issues, and opportunities for improvement. This enables continuous enhancement of product quality and customer satisfaction while ensuring customer feedback is effectively leveraged to strengthen relationships and improve overall service delivery.

2 Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	
Safe and responsible usage	Nil
Recycling and/or safe disposal	



3 **Number of consumer complaints in respect of the following:**

Category	2025-26 (Current financial year)			2024-25 (Previous financial year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	There were no complaints received relating to data privacy, advertising, cybersecurity, delivery of essential services, restrictive trade practices, or unfair trade practices.					
Advertising						
Cybersecurity						
Delivery of essential services						
Restrictive trade practices						
Unfair trade practices						
Other						

4 **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	NA	
Forced recalls		

5 **Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a weblink of the policy.**

Yes. Sansera Engineering Limited has established a structured framework to address cybersecurity risks and data privacy requirements, ensuring the protection of organisational information and digital assets.

The Company has implemented a formal Information Technology Acceptable Use Policy and Data Privacy Policy, which govern the secure handling, access, and usage of information systems across the organisation. Together, these policies help prevent unauthorised access, safeguard confidential business data, and ensure responsible use of IT infrastructure by employees.

The framework is further supported by defined access control mechanisms, data security protocols, and monitoring practices, to protect sensitive information and maintain system integrity. In addition, the Company promotes employee awareness of secure data handling and cyber risk mitigation.

Cybersecurity and data privacy risks are periodically reviewed as part of the Company's governance and risk management processes, ensuring alignment with evolving regulatory requirements and industry standards. These internal policies apply across all operations, supporting data protection, confidentiality, and business continuity in a digital environment.

[ISMS-Policy_Sansera-Group.pdf](#)

6 **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.**

No incidents related to the same have occurred in the assessment year.

7 **Provide the following information relating to data breaches:**

- a Number of instances of data breaches**
0
- b Percentage of data breaches involving personally identifiable information of customers**
0
- c Impact, if any, of the data breaches**
There were no data breaches.

LEADERSHIP INDICATORS

- 1 Channels/platforms where information on products and services of the entity can be accessed (provide weblink, if available).**

<https://sansera.in/>

- 2 Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

Sansera Engineering Limited primarily operates under a B2B business model, serving leading Original Equipment Manufacturers (OEMs). The Company designs, manufactures, and supplies products in compliance with stringent quality and regulatory requirements.

To support the safe and responsible use of its products, the Company:

- Shares technical specifications, product documentation, and compliance declarations with customers
- Collaborates closely with OEMs during product development and validation to ensure alignment with safety and performance expectations
- Adheres to global regulatory frameworks governing product safety and material composition

The Company complies with international standards and regulations, including:

- Substances of Concern (SoC) guidelines
- REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals)
- RoHS (Restriction of Hazardous Substances Directive)

These controls ensure that products supplied do not contain prohibited or restricted substances and are suitable for safe use across intended applications. Through this integrated approach, the Company ensures that product safety, regulatory compliance, and environmental responsibility are embedded across the product lifecycle, enabling customers to meet their own safety and sustainability requirements.

- 3 Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

NA

- 4 Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey about consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

No

REPORT ON CORPORATE GOVERNANCE

ANNEXURE 8

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance envisages fairness, transparency, professionalism, accountability, reliability, credibility, and equity in all facets of its operation and its interaction with its stakeholders.

Sansera's governance practices reflect values, and its Code of Conduct provides a necessary framework in running the business with the highest standards, enabling the Company to fulfil its legal, financial, and ethical objectives towards its stakeholders. The Company as well as its subsidiaries have adopted a Code of Conduct for its directors and senior officers which encompasses an appropriate mechanism to report any concern pertaining to non-adherence to the said Code. The Company discloses information regarding its financial position, performance and other vital matters with fairness and transparency on a timely manner, keeping in mind the regulatory requirements applicable to the Company.

I. BOARD OF DIRECTORS:

(A) COMPOSITION OF THE BOARD AND CATEGORY OF DIRECTORS ("BOARD")

The composition of the Board of Directors of the Company is governed by the provisions of the Companies Act, 2013, ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), wherever applicable and as amended from time to time.

As on March 31, 2026, the Company has six directors. Out of six directors three are Executive Directors, and three are Non-Executive Independent Directors including one woman director. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act. The Directors of the Company are people of eminence who have vast and varied experience in manufacturing, marketing, technology, finance, human resources and business administration.

The composition of the Board, directorship and Committee positions as on March 31, 2026 is as under:

Table 1: Composition of the Board of Directors

Name of Director	Category	Attendance Particulars			No. of Directorships and committee memberships/Chairmanships in Indian Companies as on March 31, 2026			Directorships in other listed entity (category of directorship)
		Number of Board Meetings		Last AGM	Number of Directorship(s) held in Public Companies including this company (i)**	Committee membership(s) held in Indian Public Limited Companies including this company (ii)**	Committee Chairmanships held in Indian Public Limited Companies including this company (ii)	
		Held	Attended					
Mr. S Sekhar Vasan* (DIN: 00361245)	Executive	7	6	Yes	1	1	0	Nil
Mr. F R Singhvi (DIN: 00233146)	Executive	7	7	Yes	1	0	0	Nil
Mr. Bindiganavile Raghunath Preetham (DIN: 03499506)	Executive	7	7	Yes	1	0	0	Nil
Mrs. Revathy Ashok** (DIN: 00057539)	Independent (ID)	7	7	Yes	6	8	5	1. AstraZeneca Pharma India Limited (ID) 2. United Foodbrands Limited (ID) 3. 360 One WAM Limited (ID) 4. Digitide Solutions Limited (ID) 5. 360 One Prime Limited (ID)

REPORT ON CORPORATE GOVERNANCE (Contd.)

Name of Director	Category	Attendance Particulars			No. of Directorships and committee memberships/Chairmanships in Indian Companies as on March 31, 2026			Directorships in other listed entity (category of directorship)
		Number of Board Meetings		Last AGM	Number of Directorship(s) held in Public Companies including this company (i)**	Committee membership(s) held in Indian Public Limited Companies including this company (ii)**	Committee Chairmanships held in Indian Public Limited Companies including this company (ii)	
		Held	Attended					
Mr. Lakshminarayan M.** (DIN: 00064750)	Independent (ID)	7	4	Yes	2	3	2	1. ASM Technologies Limited (ID)
Mr. Samir Purushottam Inamdar (DIN: 00481968)	Independent (ID)	7	5	Yes	1	2	0	Nil

*Mr. S. Sekhar Vasana was re-appointed as the Chairperson and Managing Director of the Company for a period of five (5) years, effective from July 8, 2025, to July 7, 2030.

** Mrs. Revathy Ashok (DIN: 00057539), Independent Director and Chairperson of Audit Committee and Member of Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Environmental, Social and Governance Committee, retired from the Board of the Company w.e.f. July 27, 2026 (close of business hours) upon completion of her stipulated tenure.

Mr. Lakshminarayan M. (DIN: 00064750), Independent Director and Chairperson of Stakeholders Relationship Committee and Member of Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Environmental, Social and Governance Committee, retired from the Board of the Company w.e.f. July 27, 2026 (close of business hours) on completion of his stipulated tenure.

Further, pursuant to postal ballot resolutions passed on July 16, 2026, the shareholders of the Company, approved the appointment of Ms. Radhika Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkatram Mamillapalle as Independent Directors of the Company, for a period of five years with effect from May 20, 2026 till May 19, 2031, as recommended by the Board of Directors and the Nomination and Remuneration Committee of the Company.

Mr. Deepak Keshav Ghaisas was appointed as Chairperson of Audit Committee, member of Nomination and Remuneration Committee and Corporate Social Responsibility Committee effective from July 28, 2026.

Ms. Radhika Rajan was appointed as Chairperson of Stakeholders Relationship Committee and member of Audit Committee and Risk Management Committee effective from July 28, 2026.

Mr. Venkatram Mamillapalle was appointed as Chairperson of Environmental, Social and Governance Committee and member of Nomination and Remuneration Committee and Stakeholders Relationship Committee effective from July 28, 2026.

**Note:

- Excludes Directorship in private limited companies, foreign companies and Section 8 Companies.
- Includes only Audit & Stakeholders' Relationship Committees. Please note that under the heading "Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity", the details provided for the membership count includes the count in which the director is a Chairman of a Committee, as per FAQs issued by NSE.
- None of the Directors are inter-se related to each other.
- None of the Directors is a member of more than ten (10) Committees or Chairperson of more than five (5) Committees across all Public Limited Companies based on confirmation received from the directors.
- Number of shares of the Company held by non- executive directors:
 - Revathy Ashok - 306 equity shares of ₹2/- each
 - Samir Purushottam Inamdar - 657 equity shares of ₹2/- each
 - Muthuswami Lakshminarayan - 1,180 equity shares of ₹2/- each
- There was no change in the composition of the board of directors during the year under review.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Core Skills / Expertise / Competencies available with the Board:

The Board of Directors has identified the following skills/expertise/competencies with reference to its business and industry that are fundamental for the effective functioning of the Company:

Sr. No.	Skill Area
1.	Strategic thinking, Planning and Management
2.	Entrepreneurial and Leadership skills
3.	Business Development
4.	Accounting, Legal and Financial Management expertise
5.	Global Exposure
6.	Automobile Industry Experience
7.	Board Services and Governance
8.	Regulatory Compliance and Stakeholder Management

The directors so appointed are from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

Name of the Director	Strategic Thinking, Planning and Management	Entrepreneurial and Leadership skills	Marketing and Branding	Accounting, Legal and Financial Management expertise	Global Exposure	Automobile Industry Experience	Board Service and Governance	Regulatory Compliance and Stakeholder Management
Mr. S Sekhar Vasani	✓	✓	✓	✓	✓	✓	✓	✓
Mr. F R Singhvi	✓	✓	✓	✓	✓	✓	✓	✓
Mrs. Revathy Ashok	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Lakshminarayan Muthuswami	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Samir Purushottam Inamdar	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Bindiganavile Raghunath Preetham	✓	✓	✓	✓	✓	✓	✓	✓

(B) INDEPENDENT DIRECTORS

The Independent Directors have submitted declarations under Regulation 25(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 including amendments, if any (hereinafter referred as Listing Regulations) stating that they meet the criteria of independence as per Section 149(6) of the Companies Act, 2013 along with compliance under in Rule 6(1) and (3) of Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations. Based on the above declarations received from the Independent Directors, the Board of Directors have confirmed that they meet the criteria of independence pursuant to Companies Act, 2013 and Listing Regulations and that they are independent of the Management.

The letter of appointment encompassing the terms and conditions of appointment, roles, duties and liabilities of Independent Directors is available on the website of the Company.

Board Meetings Procedures

The Board meets at least 4 (four) times in a year i.e., once every quarter to review the quarterly and year to date results along with other items on the agenda. The Board also meets as and when required to address specific issues concerning the business of the Company.

The Board meetings are governed by a structured agenda. The agenda along with the detailed explanatory notes, presentations and supporting material are circulated to the members of the Board in advance

REPORT ON CORPORATE GOVERNANCE (Contd.)

before each meeting to facilitate effective decision making. The Board members are also apprised on a regular basis, by the Chairman & Managing Director and Joint Managing Director on the overall performance of the Company and key developments and achievements.

The Board has complete access to any information within the Company which includes the information as specified in Schedule II, Part A to Regulation 17(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are updated about their roles and responsibilities in the Company. Any amendments in Listing Regulations are discussed with all directors with action points, if any required by the Company.

The Board periodically reviews Compliance Reports of all laws applicable to the Company and steps taken by the Company to rectify instances of non-compliances, if any.

The Company in accordance with the provisions of Companies Act, 2013 and the Rules made thereunder provides facility to the Directors to attend the meetings through video conferencing mode in line with various notifications/ circular issued by the Ministry of Corporate Affairs and SEBI from time to time.

The proceedings of each of the meetings of the Board and its Committees are captured in accordance with the provisions of the Companies Act, 2013 including Secretarial Standards as applicable and the Companies (Meetings of the Board and its Powers) Rules, 2014.

During the Financial Year 2025-26, 7 (Seven) Board meetings of the Company were held on May 10, 2025, May 26, 2025, May 27, 2025, August 11, 2025, November 12, 2025, January 29, 2026 and February 9, 2026. The details of attendance of each director at the Board Meetings and at the last Annual General Meeting (AGM) are provided in Table 1 of this report.

Familiarization programs

Familiarization programs for all Independent Directors were conducted during the year under review as per the provisions of Regulation 25(7) and 46 of the Listing Regulations. Some of such programs were covered as a part of the Board meeting. The Company will continue to plan for programs which will keep all Independent directors updated on their roles, rights, responsibilities in the Company as an Independent Director.

The policy on Familiarization Programs and details of familiarization programs in terms of Regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are available on the website of the Company: <https://sansera.in/wp-content/uploads/2026/05/Familiarisation-Programme--2025-26.pdf> respectively.

Independent Directors' Meeting

The Independent Directors Meeting in accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and the Rules made thereunder and Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were held on February 09, 2026, without the presence of Non-Independent Directors and executive members of the management.

The Independent Directors in their meeting have assessed the quality, quantity and timeliness of flow of information between the management and the Board of Directors that is necessary for the board to effectively and reasonably perform their duties apart from proper evaluation.

Performance Evaluation

The Nomination & Remuneration Committee of the Company, in accordance with the provisions of Companies Act, 2013 and the Rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 laid down the criteria for the Performance Evaluation of the Board, each Committee and every Director including Independent Directors and Chairman.

Accordingly, the performance evaluation of the Board, each Committee, every Director including Independent Directors and Chairman was carried out for the financial year ended March 31, 2026. All the Directors were participative, interactive, and communicative during the evaluation process.

Criteria for Performance Evaluation of independent directors:

The criteria for evaluation of Independent Directors broadly covers director participation, managing relationships, knowledge and skill, personal attributes and independence.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Code of Conduct

The Company has stipulated a Code of Conduct for all Directors and the Senior employees of the Company ("the Code"). The Code gives guidance and support needed for ethical conduct of business and compliance of law. A copy of the Code has been placed on the Company's website: <https://sansera.in/investor-policies>.

The Code has been circulated to the Directors and all Senior employees of the Company, and its compliance is affirmed by them for the financial year ended on March 31, 2026. A declaration signed by the Chairman & Managing Director of the Company is published in this Report.

II. COMMITTEES OF THE BOARD

The Board has constituted six (6) committees of the Board namely Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Environmental, Social and Governance Committee as per the Companies Act, 2013 and Listing Regulations.

The proceedings of the meetings are captured in the same manner as the Board meeting. The minutes of the Committee meetings were tabled at the Board meeting and the members of the Board are briefed on the important discussions and deliberations by the Chairperson of each Committee.

Audit Committee

The Audit Committee of Board of Directors of the Company has been constituted as per the provisions of Regulation 18 of Listing Regulations read with Section 177 of the Companies Act, 2013 including amendments, if any. All members of the Audit Committee are Independent Directors and are financially literate and have sound accounting and related financial management expertise. The Company Secretary acts as secretary to the Audit Committee.

The members of the Audit Committee met four (4) times during financial year 2025-26 i.e., on May 27, 2025, August 11, 2025, November 12, 2025 and February 09, 2026.

The maximum time gap between two consecutive meetings did not exceed 120 (One Hundred and Twenty) days. Also, the necessary quorum was present in all the above meetings.

The composition of the Committee and attendance of each member at the Audit Committee meetings held during the 2025-26 are as below:

Sl. Nos.	Name of the Member	Designation	Category	Date of Committee Meetings				No of meetings entitled to attend	No. of meetings attended
				27.05.25	11.08.25	12.11.25	09.02.26		
1	Mrs. Revathy Ashok	Chairperson	Independent	✓	✓	✓	✓	4	4
2	Mr. Lakshminarayan Muthuswami	Member	Independent	✓	✓	LOA	✓	4	3
3	Mr. Samir Purushottam Inamdar	Member	Independent	LOA	LOA	✓	✓	4	2

✓/Attended; LOA- Leave of absence

There was no change in the composition of the audit committee during the year under review.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Terms of reference:

The terms of reference of the Audit Committee are in line with Section 177 of the Act and the Listing Regulations, including amendments, if any and the same are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

In accordance with the circular dated January 7, 2026 issued by the National Financial Reporting Authority and upon recommendation of the Audit Committee in consultation with the Statutory Auditors, the Board adopted a framework to ensure effective two-way communication between 'Those Charged with Governance' ("TCWG") and the Statutory Auditors.

Nomination and Remuneration Committee

The Company has duly constituted Nomination & Remuneration Committee as per Regulation 19 of the Listing Regulations, read with Section 178 of the Companies Act, 2013 and the Rules made thereunder. All the members of the Committee are Non-Executive Directors including 2 Independent Directors. The Company Secretary acts as secretary of the Nomination and Remuneration Committee.

During the Financial Year 2025-26, two (2) meetings of the Committee were held on May 27, 2025, and July 24, 2025.

Sl. Nos.	Name of Member	Designation	Category	Date of Committee Meetings		No of meetings entitled to attend	No. of meetings attended
				27.05.25	24.07.25		
1	Mrs. Revathy Ashok	Chairperson	Independent	√	√	2	2
2.	Mr. Lakshminarayan Muthuswami	Member	Independent	√	√	2	2
3.	Mr. Samir Purushottam Inamdar	Member	Independent	LOA	√	2	1

√Attended; LOA- Leave of absence

There was no change in composition of the NRC during the year under review.

Terms of Reference:

The terms of reference of the Nomination & Remuneration Committee are in line with Section 178 of the Act and the Listing Regulations, including amendments, if any and the same are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

Remuneration Policy

The Remuneration Policy of the Company is based on the following criteria:

- Performance of the Company.
- Track record, potential and individual performance.
- External competitive environment and
- Balance between the fixed and incentive pay.

The Nomination & Remuneration Committee decides and takes decisions on such policy based on various factors (both internal and external), subject to approval of Board and shareholders of the Company, as may be required.

Remuneration of Directors:

The Directors have no pecuniary relationship with the Company other than receiving remuneration approved by the shareholders. Independent directors are entitled to sitting fee and fixed commission as approved by the shareholders.

The remuneration payable to the Executive Director and Senior Management Personnels including KMP are structured as fixed and variable components as per the Company's Policy available at the website of the Company <https://sansera.in/investor-policies>.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Details of Remuneration paid for 2025-26:

Executive Directors:

S. Nos.	Name	Amount (₹ in mn)
1	Mr. S Sekhar Vasan	54.82
2	Mr. F R Singhvi	54.82
3	Mr. B R Preetham	44.64

Non-Executive Independent Director

S. Nos.	Name	Sitting Fee (₹ in mn)	Commission (₹ in mn)
1	Mrs. Revathy Ashok	1.13	3.00
2	Mr. Lakshminarayan Muthuswami	0.98	3.00
3	Mr. Samir Purushottam Inamdar	0.90	3.00

Stakeholders' Relationship Committee (SRC)

The Stakeholders' Relationship Committee of the Company has been duly constituted in line with the provisions of Regulation 20 of Listing Regulations read with Section 178(5) the Companies Act, 2013. The Committee looks into shareholders'/ investors' grievances including any other matters as may be decided by SRC.

During the financial year, one (1) meeting of the Committee was held on February 09, 2026.

Mr. Rajesh Kumar Modi is the Company Secretary & Compliance Officer of the Company.

Composition of SRC:

S. Nos.	Name of Member	Category	Designation	No of meetings entitled to attend	Nos of meetings attended
1	Mr. Lakshminarayan Muthuswami	Independent	Chairperson	1	1
2	Mr. S Sekhar Vasan	Executive	Member	1	1
3	Mr. Samir Purushottam Inamdar	Independent	Member	1	1

There was no change in the composition of the SRC during the year under review.

Terms of reference:

The terms of reference of the SRC are in line with Section 178(5) of the Act and the Listing Regulations, including amendments, if any and the same are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

Details of Shareholders / Investors' Complaints:

The status of the shareholders' complaints received during the Financial Year 2025-26 are as follows:

Particulars/ Nature of complaints	Pending as on April 01, 2025	Received during the year	Disposed off during the year	Pending as of March 31, 2026
0	0	0	0	0

The Company has obtained authentication on SEBI SCORES in terms of the SEBI circular bearing number CIR/OIAE/1/2013 dated April 17, 2013 to address and resolve redressal of investor grievances through SCORES.

Risk Management Committee (RMC)

The Company has duly constituted RMC pursuant to the provisions of Regulation 21 of Listing Regulations.

During the financial year, two (2) RMC meetings were held on April 29, 2025, and October 16, 2025.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Composition and Attendance of RMC:

Sl. Nos.	Name of Member	Designation	Category	Date of Committee Meetings		No of meetings entitled to attend	Nos. of meeting Attended
				29.04.25	16.10.25		
1	Mr. Samir Purushottam Inamdar	Chairperson	Independent	✓	✓	2	2
2	Mr. Muthuswami Lakshminarayan	Member	Independent	✓	✓	2	2
3	Mr. B R Preetham	Member	Executive Director	✓	✓	2	2

✓Attended; LOA- Leave of absence

There was no change in the composition of the RMC during the year under review.

Terms of reference:

The terms of reference of the Risk Management Committee are in line with the Listing Regulations, including amendments, if any and the same are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

Corporate Social Responsibility Committee (CSR)

The Company has a duly constituted Corporate Social Responsibility (CSR) Committee in line with section 135 of the Companies Act, 2013 and the Rules made thereunder. During year one (1) CSR meeting was held on May 27, 2025.

Composition and Attendance of CSR:

S. Nos.	Name of Member	Designation	Category	No of meetings entitled to attend	Number of meetings Attended
1	Mr. S Sekhar Vasan	Chairperson	Executive	1	1
2	Mr. F R Singhvi	Member	Executive	1	1
3	Mrs. Revathy Ashok	Member	Independent	1	1

There was no change in the composition of the CSR during the year under review.

Terms of reference:

The terms of reference of the CSR are in line with Section 135 of the Act including applicable rules, if any and the same are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

Environmental, Social and Governance Committee (ESG)

The Company has a duly constituted ESG Committee in line with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. During the year, no ESG meetings were held.

S. Nos.	Name of Member	Designation	Category
1	Mrs. Revathy Ashok	Chairperson	Independent
2	Mr. Muthuswami Lakshminarayan	Member	Independent
3	Mr. F R Singhvi	Member	Executive

There was no change in the composition of ESG committee during the year under review.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Terms of reference:

The terms of reference are available on the website of the Company at https://sansera.in/wp-content/uploads/2024/08/Terms-of-Reference_Board-Committees.pdf

Senior management:

The details of senior management, including the changes therein, since the close of the financial year 2024-25 are provided below:

- i. Change in senior management from the close of financial year 2024-25:
 - a. Mr. Amit Gautam was appointed as Chief Technology Officer (CTO) on November 4, 2025
 - b. Mr. Satish Kumar was designated as Chief Customer Relationship Officer and Mentor on November 05, 2025.
 - c. Mr. Anil Patil resigned as Chief Quality Officer on February 27, 2026.
- ii. Particulars of Senior Management as on 31.03.2026:
 - a. Mr. Hari Krishnan, CEO – Aerospace, Defence & Semiconductor (ADS) division
 - b. Mr. Praveen Chauhan, Head of Corporate Strategy.
 - c. Mr. Rahul Kale, Chief Operating Officer
 - d. Mr. Vikas Goel, Chief Financial Officer.
 - e. Mr. Rajesh Kumar Modi, Chief Legal Officer, Company Secretary and Compliance Officer.
 - f. Mr. Satish Kumar, Chief Customer Relationship Officer and Mentor
 - g. Mr. P R Suresh, Chief Risk Officer & Head Corp Training & Quality Systems
 - h. Mr. Rakesh S B, Head Aerospace Division
 - i. Mr. Pattabhiraman Raghuraman, Chief - Strategic Sourcing and Supply Chain Management Officer
 - j. Mr. Madhukar Bhat, Chief Human Resources Officer
 - k. Mr. Amit Gautam, Chief Technology Officer

III. SUBSIDIARY COMPANIES

The Company does not have any material unlisted Indian Subsidiary as defined under Regulation 16(1) (c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The minutes of the subsidiaries, along with any significant transaction or arrangement entered into by any of its unlisted subsidiary companies, are placed before the Board on a quarterly basis for its noting. The Audit Committee reviews the financial statements, including investments made by the unlisted subsidiary companies on a quarterly basis. A policy for determining "material subsidiaries" is available on the website of the Company at: <https://sansera.in/investor-policies>.

IV. DISCLOSURES

(A) Basis of related party transactions

Transactions with the Related Parties, as per the requirements of Indian Accounting Standard (Ind AS) and Listing regulations are disclosed in the notes to accounts to the Financial Statements. The related party transactions are placed before the Audit Committee meetings for its approval and review on a quarterly basis and the same are also filed with the stock exchanges on half yearly basis. The policy on related party transactions is available on the website of the Company at <https://sansera.in/investor-policies>.

(B) Disclosure of accounting treatment

The Company has not followed any differential treatment from that prescribed under Accounting Standards for the preparation of Financial Statements during the year under review.

(C) Board disclosures – Risk management

The Company has laid down systems to inform Audit Committee and the Board about the risk assessment and minimization procedures. The risks and Company's mitigation strategies are discussed and reviewed by the Board of Directors and Risk Management Committee on a regular basis, whenever required, to ensure effective controls.

(D) Code of Conduct

The Board of Directors has approved a policy relating to Code of Conduct for its Board Members and Senior Management as required under Regulation 17 (5) of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and the same is available on the Company's website <https://sansera.in/investor-policies>.

REPORT ON CORPORATE GOVERNANCE (Contd.)

(E) Proceeds from public issues, rights issues, preferential issues etc.

The Company raised ₹12,000.00 million funds through QIP by issuing 77,22,007 equity shares of ₹ 2/- each fully paid up at ₹1,554/- per share (including securities premium of ₹1,552/- per share) to qualified institutional buyers pursuant to a Qualified Institutional Placement (QIP), dated October 15, 2024, as per provisions of section 42 of Companies Act, 2013 read with rule 14 of the Companies (Prospectus and Allotment of Securities) Rules 2014, and Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, which have been listed in the Stock Exchanges on 16 October, 2024. The proceeds of the funds raised are in line with the details mentioned in the Placement Document and the monitoring agency has reported no deviation in this regard. The report of the monitoring agency is disclosed to stock exchanges on a quarterly basis and also available on our website at <https://sansera.in/qip>.

(F) Sexual Harassment of Women at Workplace

The Company has in place a Prevention of Sexual Harassment Policy and an Internal Complaints Committee as per the requirements of Sexual Harassment of Women at Workplace (Prevention Prohibition and Redressal) Act, 2013.

The Company did not receive any complaints during the year under review.

(G) Shareholders:

i. Means of Communication

Financial Results & Company's Website

The Company's quarterly and annual financial results and any presentation made to the analysts are posted on the Company's website (www.sansera.in). In accordance with the Listing Regulations, the quarterly financial results are generally published in one English newspaper i.e., Business Standard/ or Financial Express and in one local newspaper Vishwavani / or Prajavani (Kannada) pursuant to Regulation 47 of the Listing Regulations. Financial Results and all material related information are also regularly provided to the Stock Exchanges as per the applicable provisions of Listing Regulations.

Investors Calls

Earnings conference calls are conducted after the announcement of quarterly/ half yearly/ annual financial results wherein the management updates the investors on the progress made by the Company and also answers their queries. The audio recording and call transcripts are uploaded on the websites of stock exchanges, i.e., BSE and NSE and are also made available on the website of the Company.

Disclosure regarding appointment or re-appointment of Directors

Disclosure regarding Directors seeking appointment/ re-appointment in the 44th Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 are provided in the notes appended to the Notice of 44th Annual General Meeting.

The details of Stakeholders Relationship Committee are given in this report.

The details of Share Transfer Systems are given in this report.

(H) Details of Non-Compliance

No penalties or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the year under review.

(I) Details of Compliance with Mandatory / Non-Mandatory requirements of the Listing Regulations

The Company has complied with the applicable provisions of the Listing Regulations including appointment of women independent director on the Board.

Disclosure relating to adoption of Discretionary Requirements:

- The Board: The Company has an Executive Chairman.
- Shareholders' Right: The Company does not mail the Unaudited Half-yearly Financial Results individually to its Shareholders. However, these are published in one English and one local newspaper and are also posted on the website of the Company.

REPORT ON CORPORATE GOVERNANCE (Contd.)

- (c) Modified Opinion(s) in Audit Report: The Auditors' have expressed an unmodified opinion in their report on the financial statements of the Company, except to the extent as mentioned in the Board's Report.
- (d) Reporting of Internal Auditor: The Internal Auditors report to the Audit Committee on a quarterly basis.
- (e) Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: Mr. S Sekhar Vasan is the Chairman & the Managing Director of the Company. Mr. F R Singhvi is the Joint Managing Director of the Company. Mr. B R Preetham is the Executive Director & Group CEO of the Company.
- (f) Meetings of Independent Directors: During the year under review, one meeting of the Independent Directors was held on February 09, 2026.

(J) Vigil Mechanism/ Whistle-blower Policy

The Company has adopted Whistle – blower Policy and has established necessary Vigil mechanism in line with Regulation 22 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and the Companies Act, 2013, for employees to report concerns about unethical behavior. No person has been denied access to the Audit Committee. The said policy is available on the Company's website.

(K) CEO/CFO Certification

As required under the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, a certificate from CEO and CFO was placed at the Board meeting held on May 20, 2026 and the same is disclosed in this report.

(L) There was no such instance during FY 2025-26 when the Board did not accept any recommendation of any Committee of the Board.

(M) Dividend Distribution Policy

The Company has adopted the Dividend Distribution Policy pursuant to Regulation 43A of the Listing Regulations and the said policy is available on the Company's website <https://sansera.in/wp-content/uploads/2023/05/3.-Dividend-Distribution-Policy.pdf>.

(N) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the listed entity at large.

There was no material significant related party transaction during the year under review. The policy on dealing with related party transactions has been disclosed on the Company's website.

(O) Commodity price risks or foreign exchange risks and hedging activities

The Company has managed the foreign exchange risks and the transactions have been hedged to the extent considered necessary. The details of foreign currency exposure are disclosed in the Financial Statements.

(P) List of all credit ratings obtained by the Company along with any revisions thereto, for all debt instruments of the Company or any fixed deposit program or any scheme or proposal of the Company involving mobilization of funds, whether in India or Abroad

ICRA Limited ("ICRA") has reaffirmed Company's Long-Term Issuer Rating at '**IND AA/ Stable from IND AA-**'. The affirmation reflects Company's significantly improved credit metrics in FY 2026, after the issuance of qualified institutional placement (QIP) proceeds, along with a strengthened business profile as the Company continues to improve its penetration into non-auto/tech & x-electric vehicle (xEV) segments, thus deriving an increased proportion from these products. Moreover, a continued increase in the scale of operations, as the Company continues to grow at a faster pace than the industries, while maintaining stable EBITDA margins and improving the return on capital employed (ROCE) also support rating upgrade.

REPORT ON CORPORATE GOVERNANCE (Contd.)

(Q) Details of utilization of funds of Preferential Allotment/QIP.

During FY 25, the Company had allotted 77,22,007 equity shares through Qualified Institutional Placement (QIP) at an issue price of ₹ 1,554/- per equity share having face value of ₹ 2/- each aggregating to ₹ 11,999,998,878 on October 15, 2024. The issue was made in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and Sections 42 and 62 of the Companies Act, 2013 as amended, including the rules made thereunder. The proceeds of the funds are utilised as follows (up to March 31, 2026):

Particulars	Amount (in ₹) (in mn)
Amount raised from QIP	12,000
Issue Expenses	(250.21)
Net Proceeds	11,749.79
Utilisation of Net Proceeds	
Repayment / pre-payment, in full or in part, of certain outstanding borrowings availed by our Company	7,000
Acquisition of land for construction of a new manufacturing facility by our Company	925.91
Capital expenditure towards expansion and development of certain existing manufacturing facilities of our Company	1,000
General corporate purpose	266.82
Total Net Proceeds	9,192.73

(R) Certificate from Practicing Company Secretary

The Company has obtained a certificate from a Company Secretary in Practice stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority in accordance with Listing Regulations and is enclosed at the end of this Report.

(S) Fees paid to Statutory Auditors –

The following are the fees paid to Statutory Auditors for FY 2025-26 for the Company and its subsidiaries:

Sr. No.	Name of the entity	Audit Fees (₹ in mn)	Certification charges (₹ in mn)
1.	Sansera Engineering Limited	8.90	0.68
2.	Fitwel Tools & Forgings Private Limited	2.00	-
3.	Sansera Engineering Private Limited, Mauritius	0.49	-
4.	Sansera Sweden AB	6.43	-

(T) Disclosure pertaining to 'Loans and advances in the nature of loans to firms/companies in which directors of the Company are interested':

N.A.

(U) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

N.A.

(V) The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations.

(W) Disclosure of certain types of agreements binding the Company:

N.A.

REPORT ON CORPORATE GOVERNANCE (Contd.)

V. GENERAL BODY MEETINGS

Details in respect of the last three (3) General Meetings of the Company are as mentioned below:

Financial Year	Date of AGM/EGM	Venue	Time	Special Resolutions items
2022-23	September 8, 2023 (approval of accounts of March 31, 2023)	Registered office at Plant 7, No. 143/ A, Jigani Link Road, Bangalore 560105 through video conference facility	11:00 am	- Continuation of Mr. Subramonia Sekhar Vasam as Chairman and Managing Director of the Company on attaining the age of seventy years. - Amendment to terms of appointment of Mr. Subramonia Sekhar Vasam as Chairman and Managing Director of the Company. - Approval for alteration/ amendment of certain articles of the Articles of Association of the Company.
2023-24	September 26, 2024 (approval of accounts of March 31, 2024)	Registered office at Plant 7, No. 143/ A, Jigani Link Road, Bangalore 560105 through video conference facility	3:00 PM	- To consider and approve raising of funds and issuance of securities by way of a qualified institutions placement or through any other mode permitted under law
2024-25	September 26, 2025 (approval of accounts of March 31, 2025)	Registered office at Plant 7, No. 143/ A, Jigani Link Road, Bangalore 560105 through video conference facility	11:00 AM	Nil

Special Resolution through Postal Ballot

Financial Year	Date of approval of Postal Ballot	Venue	Time	Special Resolutions items	Details of Voting Pattern	Person who conducted the postal ballot exercise	Procedure for postal ballot
2025-26	-	-	-	-	-	-	-

VI. GENERAL SHAREHOLDER INFORMATION

1	Date of Incorporation	:	December 15, 1981
2	Registration No./CIN No.	:	L34103KA1981PLC004542
3	Registered Office/Address for Correspondence	:	Plant 7, No. 143/A, Bommasandra Industrial Area, Jigani Link Road, Bengaluru 560105. Tel No.: +91 80 27839081/82/83 Fax No.: +91 80 27839309 Email id: rajesh.modi@sansera.in Website: www.sansera.in
4	Date, Time and Venue of 44th AGM	:	Thursday, September 24, 2026 at 11:00 am (IST) via Video Conferencing/ Other Audio-Visual Means
5	Book Closure Dates	:	Friday, September 18, 2026 to Thursday, September 24, 2026 (both days inclusive)

REPORT ON CORPORATE GOVERNANCE (Contd.)

6	Dividend Payment Date	:	On or before 30 days from the date of declaration of dividend by the shareholders at the 44th AGM										
7	Financial Year	:	April 01, 2025 to March 31, 2026										
8	Financial Calendar for 2026-27 (Tentative and subject to change)	:	<table><tr><td>Financial reporting for the first quarter ending June 30, 2026</td><td>On or before 2nd week of August 2026</td></tr><tr><td>Financial reporting for the second quarter ending September 30, 2026</td><td>On or before 2nd week of November 2026</td></tr><tr><td>Financial reporting for the third quarter ending December 31, 2026</td><td>On or before 2nd week of February 2026</td></tr><tr><td>Financial reporting for the year ending March 31, 2027</td><td>On or before 4th week of May 2027</td></tr><tr><td>Annual General Meeting for the Financial Year ending March 31, 2027</td><td>On or before September 2027</td></tr></table>	Financial reporting for the first quarter ending June 30, 2026	On or before 2nd week of August 2026	Financial reporting for the second quarter ending September 30, 2026	On or before 2nd week of November 2026	Financial reporting for the third quarter ending December 31, 2026	On or before 2nd week of February 2026	Financial reporting for the year ending March 31, 2027	On or before 4th week of May 2027	Annual General Meeting for the Financial Year ending March 31, 2027	On or before September 2027
Financial reporting for the first quarter ending June 30, 2026	On or before 2nd week of August 2026												
Financial reporting for the second quarter ending September 30, 2026	On or before 2nd week of November 2026												
Financial reporting for the third quarter ending December 31, 2026	On or before 2nd week of February 2026												
Financial reporting for the year ending March 31, 2027	On or before 4th week of May 2027												
Annual General Meeting for the Financial Year ending March 31, 2027	On or before September 2027												
9	Listing on Stock Exchanges	:	<table><tr><td>BSE Limited, Mumbai (BSE) Scrip Code: 543358</td><td>National Stock Exchange of India Ltd. (NSE) Scrip Symbol: SANSERA</td></tr></table>	BSE Limited, Mumbai (BSE) Scrip Code: 543358	National Stock Exchange of India Ltd. (NSE) Scrip Symbol: SANSERA								
BSE Limited, Mumbai (BSE) Scrip Code: 543358	National Stock Exchange of India Ltd. (NSE) Scrip Symbol: SANSERA												
10	ISIN of the Company	:	INE953001021										
11	Payment of Listing fee	:	Listing fees for the financial year 2025-26 and also for 2026-27 have been paid to BSE and NSE within its due date.										
12	Registrar & Transfer Agent	:	MUFG Intime India Private Limited C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai 400083 Tel No. +91 22 4918 6000; Fax +91 22 4918 6060 email: rnt.helpdesk@in.mpms.mufg.com Contact Person Name: Mr. Mahesh Masurkar										
13	Dematerialization of Equity Share of the Company as on March 31, 2026	:	6,21,14,548 equity shares of total equity as on March 31, 2026 are in demat form.										
14	Unclaimed Equity Dividend	:	The details of unpaid/unclaimed dividend as on March 31, 2026 are provided below: <table><tr><th>Particulars</th><th>Amount (in ₹)</th></tr><tr><td>Final Dividend for the Year 2022-2023</td><td>35,833.00</td></tr><tr><td>Final Dividend for the Year 2023-2024</td><td>35,808.00</td></tr><tr><td>Final Dividend for the Year 2024-2025</td><td>36,991.00</td></tr></table>	Particulars	Amount (in ₹)	Final Dividend for the Year 2022-2023	35,833.00	Final Dividend for the Year 2023-2024	35,808.00	Final Dividend for the Year 2024-2025	36,991.00		
Particulars	Amount (in ₹)												
Final Dividend for the Year 2022-2023	35,833.00												
Final Dividend for the Year 2023-2024	35,808.00												
Final Dividend for the Year 2024-2025	36,991.00												

Share Transfer System including dematerialization of shares and liquidity

The Company's shares, being in the compulsory demat, are transferable through the depository system. However, shares held in physical form are processed by the Registrar & Share Transfer Agent in co-ordination with the Company. Securities of the listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, mandated all listed companies to issue securities in dematerialized form only, while processing the service request of issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/ exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Shareholding Pattern of the Company as of March 31, 2026:

S Nos.	Category	Number of Equity Shares	%
1.	Promoters and Promoters Group	1,87,61,511	30.10
2.	Mutual Funds	1,63,93,307	26.30
3.	Foreign Portfolio Investors Category I	1,13,18,595	18.16
4.	Foreign Portfolio Investors Category II	3,93,223	0.63
5.	Insurance Companies	27,20,055	4.36
6.	Alternate Investment Funds	29,43,627	4.72
7.	Clearing Members*	33,173	0.05
8.	Other Bodies Corporate	8,49,659	1.36
9.	Foreign Company	2,17,500	0.35
10.	Hindu Undivided Family	2,64,789	0.42
11.	Non-Resident Indians	2,49,984	0.40
12.	Trusts	3,834	0.01
13.	Body Corporate – LLP	6,29,544	1.01
14.	Resident Individuals	69,69,024	11.2
15.	Central and State Government	33,808	0.05
16.	Key Managerial Personnel	2,20,667	0.35
17.	Foreign Nationals	200	0.00
18.	Non Resident (Non Repatriable)	329548	0.53
	Total	6,23,32,048	100.00

* These shares are lying in pool account of NSDL and CDSL.

Distribution Schedule as on March 31, 2026

No. of Shares		No. of Shareholders*	% of total	No. of Shares Held	% total
1	500	93,945	97.5404	34,82,180	5.5865
501	1,000	1,093	1.1348	8,09,968	1.2994
1,001	2,000	556	0.5773	8,03,581	1.2892
2,001	3,000	217	0.2253	5,34,801	0.8580
3,001	4,000	86	0.0893	3,06,759	0.4921
4,001	5,000	61	0.0633	2,81,483	0.4516
5,001	10,000	131	0.1360	9,17,364	1.4717
10,001	99,99,99,99,999	225	0.2336	5,51,95,912	88.5515
TOTAL		96,314	100.0000	6,23,32,048	100.0000

*The number of shareholders provided above are on the basis of shareholding held by them in NSDL and CDSL respectively without merging their PANs.

Details of shares held in Suspense Account: Not Applicable

Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity: Nil

Commodity price risk or foreign exchange risk and hedging activities: Nil

Plant Locations:

The Company and its subsidiaries have 18 manufacturing facilities at various locations across India including one outside India in Sweden.

In India, the plants are located at Bengaluru, Tumkur, Manesar, Mehsana, Pune and Pantnagar. For more details on address of plants, please visit our website www.sansera.in.

REPORT ON CORPORATE GOVERNANCE (Contd.)

Address of Correspondence:

Mr. Rajesh Kumar Modi
Company Secretary & Compliance Officer
Sansera Engineering Limited
Plant-7, No.143/A, Jigani Link Road,
Bommasandra Industrial Area,
Anekal Taluk, Bangalore-560105.
E-mail id: rajesh.modi@sansera.in;
Phone: No.+91 80 27839081/ 82/ 83

For transfer/dematerialization of shares, change of address of members and other queries:

MUFG Intime India Private Limited
C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai 400083
email: rnt.helpdesk@in.mpms.mufg.com
Tel No. +91 22 4918 6000; Fax +91 22 4918 6060
Contact Person Name: Mr. Mahesh Masurka

List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad: As the Company does not have any debt securities, the same is not applicable to the Company.

VII. NON-COMPLIANCE OF REGULATIONS RELATING TO CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, IF ANY

All the requirements of Corporate Governance Report of sub paragraphs (2) to (10) Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been duly complied with.

VIII. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (b) TO (i) OF SUB-REGULATION (2) OF REGULATION 46.

The Company has complied with the Corporate Governance requirements specified in regulation 17 to 27 to the extent applicable and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable.

On Behalf of Board of Directors

S. Sekhar Vasana

Place: Bengaluru

Date: August 12, 2026

Chairman & Managing Director

DIN:00361245

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

The Members of

Sansera Engineering Limited

CIN: L34103KA1981PLC004542

Plant-7, No.143/A, Jigani Link Road,

Bommasandra Industrial Area,

Anekal Taluk, Bengaluru – 560105

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sansera Engineering Limited having CIN L34103KA1981PLC004542 and having registered office at Plant-7, No.143/A, Jigani Link Road Bommasandra Industrial Area, Anekal Taluk, Bangalore-560105, Karnataka, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Designation
1.	Mr. Subramonia Sekhar Vasan	00361245	Executive Director (Chairman & Managing Director)
2.	Mr. Fatheraj Singhvi	00233146	Executive Director (Joint Managing Director)
3.	Mr. Bindiganavile Raghunath Preetham	03499506	Executive Director (Whole-time Director & Group CEO)
4.	Mrs. Ashok Revathy	00057539	Non-Executive - Independent Director
5.	Mr. Muthuswami Lakshminarayan	00064750	Non-Executive - Independent Director
6.	Mr. Samir Purushottam Inamdar	00481968	Non-Executive - Independent Director

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

For BMP & Co. LLP,
Company Secretaries

Komal S. Shrimankar
Partner

ACS No: 47702

CP No: 27905

PR NO.: 6562/2025

UDIN: A047702H001092669

Place: Mumbai

Date: August 12, 2026

REPORT ON CORPORATE GOVERNANCE (Contd.)

AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

[Schedule V, para E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members,

Sansera Engineering Limited

CIN: L34103KA1981PLC004542

Plant-7, No.143/A, Jigani Link Road,

Bommasandra Industrial Area,

Anekal Taluk, Bengaluru – 560105.

We have examined the compliance of conditions of Corporate Governance of Sansera Engineering Limited ("the Company") having CIN: L34103KA1981PLC004542, for the purpose of certifying of the Corporate Governance under Regulation 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from the period April 1, 2025, to March 31, 2026. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company, for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For BMP & Co. LLP,
Company Secretaries

Komal S. Shrimankar

Partner

ACS No: 47702

CP No: 27905

PR NO.: 6562/2025

UDIN: A047702H001092625

Place: Mumbai

Date: August 12, 2026

REPORT ON CORPORATE GOVERNANCE (Contd.)

DECLARATION REGARDING COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

I, B. R. Preetham, Executive Director & Group Chief Executive Officer of Sansera Engineering Limited hereby confirm that the Company has adopted a Code of Conduct ("Code") for its Board Members and Senior Management Personnels, and the Code is available on the Company's website: <https://sansera.in/wp-content/uploads/2023/05/1.-Code-of-Conduct-for-Directors-and-Senior-Management.pdf>

I, further confirm that the Company has, in respect of the financial year ended on March 31, 2026, received from its Board Members as well as Senior Management Personnels, a declaration of compliance with the Code of Conduct pursuant to Regulation 26(3) of the Listing Regulations.

Place: Bengaluru

Date: August 12, 2026

B. R. Preetham

Executive Director & Group Chief Executive Officer

REPORT ON CORPORATE GOVERNANCE (Contd.)

CEO AND CFO CERTIFICATION

**CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER AS PER REGULATION 17(8) OF SEBI
(LISTING OBLIGATIONS & DISCLOSURES REQUIREMENTS) REGULATIONS, 2015**

The Board of Directors
Sansera Engineering Limited

We, B R Preetham, Executive Director & Group Chief Executive Officer and Vikas Goel, Chief Financial Officer of the Company, hereby certify to the Board that:

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2026 and that to the best of our knowledge and belief:
1. The statements do not contain any materially untrue statement or omit any material fact or any statements that might be misleading.
 2. The statements, together, present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware, and the steps taken or proposed to be taken to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee.
1. Significant changes, if any, in internal control over financial reporting during the year;
 2. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 3. Instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Bengaluru
Date: May 20, 2026

B R Preetham
Executive Director & Group CEO

Vikas Goel
CFO

INDEPENDENT AUDITOR'S REPORT

To The Members of **Sansera Engineering Limited**

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Sansera Engineering Limited (the "Company"), which comprise the Standalone Balance Sheet as at 31 March 2026, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year ended on that date, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

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

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	Revenue recognition (Refer note 2 and note 28 to the standalone financial statements) The Company recognizes revenue as per Ind AS 115-Revenue from Contracts with Customers. The Company identifies the performance obligation and assesses the satisfaction of the performance obligation for the purpose of recognizing revenue. Sale of products forms a significant component of the total revenue where the revenue is recognized on transfer of control of the products to the end customer. The transfer of control is assessed based on the inco-terms agreed with the end customer. We consider cut off assertion of revenue recognition to be a key area of focus for our audit due to: - the existence of large number of contracts with the customers; and - value of the sales transactions at the period end and management's determination of the point of transfer of control for recognition of revenue.	- We have assessed the appropriateness of the Company's accounting policies for revenue recognition by comparing with the Indian accounting standards. - We have evaluated the design and implementation and tested the operating effectiveness of key internal controls over recognition of revenue in the correct accounting period. - On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents to assess whether revenue is recognised appropriately when control is transferred.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Sr. No.	Key Audit Matter	Auditor's Response
		- We performed the lead time analysis between the customer location and dispatch location and subsequently arrived at the expected lead time for delivery. The same was used to identify exceptions or outliers (if any). - We tested on a sample basis, specific revenue transactions recorded before and after the financial year end date to assess whether the revenue is recognized in the correct financial period in which control is transferred.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report, Management Discussion and Analysis, Corporate Governance Report but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Board's report, Management Discussion and Analysis, Corporate Governance Report, are expected to be made available to us after the date of this auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Board's report, Management Discussion and Analysis, Corporate Governance Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND BOARD OF DIRECTORS FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that

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

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

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

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material

INDEPENDENT AUDITOR'S REPORT (Contd.)

misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not complying with the requirement of audit trail as stated in (i)(vi) below.
 - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Loss, the Standalone Statement

INDEPENDENT AUDITOR'S REPORT (Contd.)

- of Cash Flows and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.
 - g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 38 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 51(c) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 51(d) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

INDEPENDENT AUDITOR'S REPORT (Contd.)

- v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 53 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31 March 2026 which has the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Additionally, the audit trail that was enabled and operated for the year ended 31 March, 2025, has been preserved by the Company as per the statutory requirements for record retention except for the period 1 April 2023 to 20 May 2024 where the audit trail feature was not enabled.

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

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No. 008072S)

Monisha Parikh

Partner

Date: 21 May 2026

Place: Bengaluru

Ref: MP/MS/VJ/2026

(Membership No. 047840)

UDIN: 260478400FROYF1109

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Sansera Engineering Limited (the "Company") as at 31 March 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan

and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

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

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls

with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2026, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No. 008072S)

Monisha Parikh

Date: 21 May 2026
Place: Bengaluru
Ref: MP/MS/VJ/2026

Partner
(Membership No. 047840)
UDIN: 260478400FROYF1109

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

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

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

- (i) In respect of property, plant and equipment and intangible assets:
 - (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.
 - B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of verification of property, plant and equipment, including capital

work in-progress and right-of-use assets, so to cover all the items once every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

- (c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the standalone financial statements included in property, plant and equipment and capital work-in progress, according to the information and explanations given to us and based on the examination of the registered sale deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following:

Description of property	As at the Balance sheet date		Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in the name of Company
	Gross carrying value	Carrying value in the standalone financial statements				
	(in Millions INR)	(in Millions INR)				
Plot No. 143-B-8, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099	0.62	0.62	Gearock Forge Private Limited	No	From April 01, 2017, effective date as per the approved scheme	The title deeds are in the name of an erstwhile subsidiary Company that was merged with the Company during the year 2017-18 under section 233 of the Companies Act, 2013 as per the Order received from the Ministry of Corporate Affairs. Not transferred in the name of the Company due to an ongoing dispute.
	0.66	0.66	No			

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

Description of property	As at the Balance sheet date		Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in the name of Company
	Gross carrying value	Carrying value in the standalone financial statements				
	(in Millions INR)	(in Millions INR)				
Site No. A1, Khata No. 344, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	0.24	0.24	Gearock Forge Private Limited	No	From April 01, 2017, effective date as per the approved scheme	The title deeds are in the name of an erstwhile subsidiary Company that was merged with the Company during the year 2017-18 under section 233 of the Companies Act, 2013 as per the Order received from the Ministry of Corporate Affairs. Not transferred in the name of the Company due to an ongoing dispute.
Plot No. 143-C-2, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	3.08	3.08				
	3.57	3.57				

Immovable properties of land and buildings whose title deeds have been pledged as security for loans, guarantees, etc., are held in the name of the Company based on the confirmations from security trustees.

- (d) The Company has not revalued any of its property, plant and equipment, including right of use assets, and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories (except for goods-in-transit and stock held with third parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its

operations. For stock held with third parties at the year-end, written confirmations have been obtained and in respect of goods in transit, the goods have been received/ delivered subsequent to the year-end or confirmations have been obtained from the parties. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/ alternate procedures performed as applicable, when compared with the books of account.

- (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns (as revised) and statements (comprising of stock statements, statements on ageing analysis of the debtors/other receivables, and other stipulated financial information) filed by the Company with such banks or financial

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

institutions are in agreement with the unaudited books of account of the Company of the respective quarters and no material discrepancies have been observed, except in cases where the Company is in the process of filing revised returns with such banks or financial institutions.

(iii) The Company has made investments in, provided guarantee or security and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, in respect of which:

(a) The Company has provided loans or advances in the nature of loans, stood guarantee, or provided security during the year and details of which are given below:

Particulars	Loans (in Millions INR)
A. Aggregate amount granted/ provided during the year:	
- Employees	18.82
B. Balance outstanding as at balance sheet date in respect of above cases:	
- Employees	8.27

The Company has not provided any guarantee or security to any entity during the year.

(b) The terms and conditions of the grant of all the above-mentioned loans provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayment of principal are regular as per stipulation.

(d) According to the information and explanation given to us and based on the audit procedures performed in respect of loans provided by the Company, there is no overdue amount remaining outstanding as at balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) According to the information and explanations given to us and based on the audit procedure

performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of payment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 of the Companies Act, 2013 and the Company has complied with the provisions of Sections 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employee's State Insurance, Income-tax, Sales tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to the Company have generally been deposited by it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

- (b) Details of Statutory dues referred to sub-clause (a) above which have not been deposited as on 31 March 2026 on account of disputes are given below:

Name of Statute	Nature of dues	Total amount involved	Amount unpaid	Period (FY) to which the amount relates	Forum where dispute is pending
		(Rs. in Million)	(Rs. in Million)		
Income Tax Act, 1961	Income tax (including interest and penalty)	2.65	0.19	2011-12	Income Tax Appellate Tribunal, Bengaluru
		12.61	2.38	2020-21	
		19.42	12.59	2014 to 2015	Commissioner of Income Tax (Appeals)
		21.94	15.06	2019 to 2020	
		19.92	15.35	2021-22	
The Finance Act, 1994	Service tax	24.45	23.27	April 2007 to June 2017	Customs, Excise and Service Tax Appellate Tribunal, Bengaluru
		4.33	4.33	January 2018	
		1.28	1.28	January 2007 to March 2011	Commissioner of Central Excise and Service Tax Appeal, Bengaluru
		0.82	0.82	January 2017 to June 2017	
The CGST Act, 2017/ SGST Act, 2017/IGST Act, 2017	Goods and service tax (including interest and penalty)	8.85	7.96	April 2017 to March 2022	Goods and Services Tax Appellate
		17.83	16.40	April 2017 to March 2018	Commissioner (Appeals) of State Tax, Rudrapur
		18.71	16.21	April 2018 to March 2019	Commissioner of State Tax (Appeals), Gurugram
		3.37	3.37	April 2021 to March 2022	Joint Commissioner of State Tax, Pune
		0.98	0.94	April 2025 to March 2026	GST Appellate Authority
Entry of Goods Act, 1979	Entry Tax	2.26	2.26	April 2009 to March 2010	Karnataka Appellate Tribunal

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and associate.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including the debt instrument) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partially or optionally) and hence reporting under clause 3 (x)(b) of the Order is not applicable to the Company.
- (xi) (a) We have been informed by the Company that an ex-employee of the Company had misappropriated funds amounting to Rs. 12.21 million during the earlier years and the year under audit. Investigations are concluded and the Company is in the process of recovering such

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

losses from the ex-employee. Refer note 53 to the standalone financial statements. No fraud by the Company has been noticed or reported during the year, nor have we been informed of any such case by the Management.

- (b) To the best of our knowledge, report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year. Such reporting was included in our audit report for the previous year since the said reporting in Form ADT-4 was made prior to the date of the issuance of our said audit report for the previous year on 27 May 2025 [for the matter reported in clause (xi)(a) above].
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year, and up to the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto 31 March 2026.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the order is not applicable.
- (b) The Group ("Companies in the Group" as defined in the Core Investment Companies (Reserve

Bank) Directions) does not have any CIC (Core Investment Company) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No.008072S)

Monisha Parikh

Place: Bengaluru

Partner

Date: 21 May 2026

(Membership No.047840)

Ref: MP/MS/VJ/2026

UDIN: 260478400FROYF1109

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

STANDALONE BALANCE SHEET

AS AT MARCH 31, 2026

(Amount in ₹ mn)			
Particulars	Note	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3.a	19,481.19	16,663.77
Right-of-use assets	4	715.41	590.04
Capital work in progress	3.b	1,414.51	1,584.52
Intangible assets	3.c	37.89	36.61
Financial assets			
(i) Investments	5	1,937.00	1,570.18
(ii) Loans	6	3.64	0.38
(iii) Other financial assets	7	174.04	150.73
Tax assets (net)	8.a	109.39	54.62
Other non-current assets	9	681.67	498.01
Total non-current assets		24,554.74	21,148.86
Current assets			
Inventories	10	6,071.30	4,467.42
Financial assets			
(i) Investments	11	17.93	9.29
(ii) Trade receivables	12	5,918.87	4,190.34
(iii) Cash and cash equivalents	13	927.44	425.20
(iv) Bank balances other than cash and cash equivalents	14	2,927.95	3,753.73
(v) Loans	15	17.40	28.89
(vi) Other financial assets	16	74.14	53.15
Other current assets	17	852.69	632.39
Total current assets		16,807.72	13,560.41
Total assets		41,362.46	34,709.27
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	18	124.66	123.84
Other equity	19	30,494.24	27,453.71
Total equity		30,618.90	27,577.55
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	20	899.00	1,415.76
(ii) Lease liabilities	4	450.46	352.82
Deferred tax liabilities (net)	21	884.06	767.94
Other non-current liabilities	22	457.53	457.94
Total non-current liabilities		2,691.05	2,994.46
Current liabilities			
Financial liabilities			
(i) Borrowings	23	2,271.12	541.38
(ii) Lease liabilities	4	84.17	65.77
(iii) Trade payables	24		
- Total outstanding dues of micro enterprises and small enterprises		674.23	415.81
- Total outstanding dues of creditors other than micro enterprises and small enterprises		4,029.16	2,527.93
(iv) Others financial liabilities	25	453.83	267.64
Other current liabilities	26	298.26	295.44
Provisions	27	227.44	8.85
Current tax liabilities (net)	8.b	14.30	14.44
Total current liabilities		8,052.51	4,137.26
Total equity and liabilities		41,362.46	34,709.27

Summary of material accounting policies

See accompanying notes forming part of the standalone financial statements

As per our report of even date attached

for **Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of

Sansera Engineering Limited

CIN: L34103KA1981PLC004542

Monisha Parikh

Partner

(Membership No. 047840)

S Sekhar Vasan

Managing Director

DIN: 00361245

B R Preetham

Executive Director and Chief

Executive Officer

DIN: 03499506

F R Singhvi

Joint Managing Director

DIN: 00233146

Rajesh Kumar Modi

Company Secretary

Place: Bengaluru

Date: May 21, 2026

Place: Bengaluru

Date: May 21, 2026

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2026

(Amount in ₹ mn)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	28	30,981.70	27,186.85
Other income	29	550.64	202.63
Total Income		31,532.34	27,389.48
Expenses			
Cost of materials consumed	30	13,504.81	11,658.04
Changes in inventories of finished goods and work-in-progress	31	(502.00)	(406.52)
Employee benefits expense	32	4,077.75	3,818.84
Finance costs	33	236.71	594.45
Depreciation and amortisation expenses	34	1,823.97	1,540.90
Other expenses	35	8,239.27	7,407.41
Total expenses		27,380.51	24,613.12
Profit before exceptional item and tax		4,151.83	2,776.36
Exceptional items	41	157.57	-
Profit before tax		3,994.26	2,776.36
Tax expense:	39		
Current tax		888.25	611.59
Tax relating to earlier years		(22.53)	(4.53)
Deferred tax		146.83	109.69
Total tax expense		1,012.55	716.75
Profit for the year		2,981.71	2,059.61
Other Comprehensive Income/(Loss)			
<i>Items that will not be reclassified to profit or loss</i>			
Re-measurement of the net defined benefit liability		(16.36)	(12.31)
Income tax relating to items that will not be reclassified to profit or loss		4.12	3.10
Net other comprehensive income/(loss) not to be reclassified subsequently to profit or loss		(12.24)	(9.21)
<i>Items that will be reclassified to profit or loss</i>			
Effective portion of fair value gain/(loss) in cash flow hedge		(105.64)	(7.70)
Income tax relating to items that will be reclassified to profit or loss		26.59	1.94
Net other comprehensive income/(loss) to be reclassified subsequently to profit or loss		(79.05)	(5.76)
Other comprehensive income/(loss) for the year, net of income tax		(91.29)	(14.97)
Total Comprehensive Income for the year		2,890.42	2,044.64
Earnings per equity share (face value of ₹2 each)			
Basic (in ₹)	36	47.93	35.81
Diluted (in ₹)	36	47.76	35.59

Summary of material accounting policies

2

See accompanying notes forming part of the standalone financial statements

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

Monisha Parikh
Partner
(Membership No. 047840)

S Sekhar Vasan
Managing Director
DIN: 00361245

F R Singhvi
Joint Managing Director
DIN: 00233146

B R Preetham
Executive Director and Chief
Executive Officer
DIN: 03499506

Rajesh Kumar Modi
Company Secretary

Place: Bengaluru
Date: May 21, 2026

Place: Bengaluru
Date: May 21, 2026

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2026

(Amount in ₹ mn)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Operating activities			
Profit before tax		3,994.26	2,776.36
Adjustments for:			
Depreciation and amortisation expenses	34	1,823.97	1,540.90
Income from government grants	28	(67.11)	(62.12)
Interest income	29	(232.38)	(160.91)
Fair value (gain) / Loss on financial instruments at fair value profit or loss		(0.63)	0.89
Gain on disposal of property, plant and equipment, net	29	(1.48)	(3.16)
Unrealised foreign exchange gain, net		(158.38)	63.31
Employee stock compensation expense	32	38.26	31.92
Finance costs	33	236.71	594.45
Share of profit from investment in Limited Liability Partnership (LLP)	29	(0.19)	(2.73)
Allowance for credit losses on trade receivables	35	(9.89)	22.00
Operating cash flows before movements in working capital		5,623.14	4,800.91
Changes in operating assets and liabilities:			
Decrease/(increase) in trade receivables		(1,570.40)	111.60
Decrease/(increase) in other financial assets and other assets		(309.84)	(205.24)
Decrease/(increase) in inventories		(1,603.88)	(778.92)
Increase/(decrease) in trade payables		1,740.93	(110.37)
Increase/(decrease) in other liabilities		(16.15)	18.86
Increase/(decrease) in other provisions		261.57	-
Cash generated from operations		4,125.37	3,836.84
Income taxes paid, net		(920.63)	(623.16)
Net cash generated from operating activities (A)		3,204.74	3,213.68
Investing activities			
Payment towards purchase of property, plant and equipment		(4,415.55)	(5,401.32)
Payment towards right-of-use assets		-	(31.93)
Payment towards purchase of intangible assets		(11.52)	(18.63)
Proceeds from disposal of property, plant and equipment		34.53	4.53
Investment in associate		(250.00)	(100.00)
Investments in subsidiary		-	(199.64)
Investment in mutual funds		(8.01)	-
Movement in fixed deposits, net		805.30	(3,569.42)
Investment in Limited Liability Partnership (LLP)		(116.82)	-
Interest received		246.89	123.30
Share of profit from investment in Limited Liability Partnership (LLP)		0.19	2.73
Net cash used in investing activities (B)		(3,714.99)	(9,190.38)
Financing activities			
Proceeds/(repayments) of non-current borrowings:			
Proceeds		-	2,099.99
Repayments		(531.07)	(3,427.93)
Proceeds/ (repayments) of current borrowings, net (refer note (i) below)		1,747.07	(3,728.50)
Interest paid		(198.72)	(566.06)
Payment of lease rentals (refer note (i) below)	4	(137.79)	(238.65)
Dividends paid		(201.76)	(161.99)
Proceeds from cross charges of ESOP expenses to Subsidiary		0.20	0.67
Shares issued on exercise of employee stock option		314.38	251.91
Shares issued pursuant to a Qualified Institutional Placement, (net of expenses)		-	11,755.69
Net cash generated from financing activities (C)		992.31	5,985.13

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542
STANDALONE STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(Amount in ₹ mn)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Net increase in cash and cash equivalents (A+B+C)		482.06	8.43
Cash and cash equivalents at the beginning of the year	13	425.20	449.14
Effects of exchange gain on restatement of foreign currency cash and cash equivalents		20.18	(32.37)
Cash and cash equivalents at the end of the year (refer below)	13	927.44	425.20
For the purpose of statement of cash flows, cash and cash equivalents comprise the following:			
Cash on hand		0.26	0.43
Balance with banks - on current accounts		927.18	424.77
Cash and cash equivalents at the end of the year		927.44	425.20

The above Standalone Statement of Cash Flows has been prepared under indirect method in accordance with Indian Accounting Standard (IND AS) 7 on "Statement of Cash Flows"

Note (i) Reconciliation of liabilities from financing activities:

Particulars	Opening balance	Cash flows		Non-cash movements		Closing balance
	April 01, 2025	Proceeds	Repayments	Additions (net)/Accruals	Fair value changes	March 31, 2026
Non-current borrowings (including current maturities of long-term debt)	1,946.76	-	(531.07)	-	-	1,415.69
Current borrowings *	10.38	1,747.07	-	(3.02)	-	1,754.43
Lease liabilities	418.59	-	(137.79)	253.83	-	534.63

Particulars	Opening balance	Cash flows		Non-cash movements		Closing balance
	1 April 2024	Proceeds	Repayments	Additions (net)/Accruals	Fair value changes	March 31, 2025
Non-current borrowings (including current maturities of long-term debt)	3,274.70	2,099.99	(3,427.93)	-	-	1,946.76
Current borrowings *	3,728.50	-	(3,728.50)	10.38	-	10.38
Interest	9.32	-	(566.06)	556.74	-	-
Lease liabilities	257.38	-	(238.65)	399.86	-	418.59

* Current borrowings are disclosed net of repayments/ proceeds.

Summary of material accounting policies

2

See accompanying notes forming part of the standalone financial statements

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

(Amount in ₹ mn)

Equity shares of ₹2 each issued, subscribed and fully paid	No. of shares	Amount
As at April 01, 2025	6,19,21,831	123.84
Changes in Equity Share Capital due to prior period errors	-	-
Restated as at March 31, 2026	6,19,21,831	123.84
Add: Shares issued on exercise of employee stock options (refer note 42)	4,10,217	0.82
As at March 31, 2026	6,23,32,048	124.66
As at April 01, 2024	5,36,15,150	107.23
Changes in Equity Share Capital due to prior period errors	-	-
Restated as at March 31, 2025	5,36,15,150	107.23
Add: Shares issued on exercise of employee stock options (refer note 42)	5,84,674	1.17
Add: Shares issued pursuant to a Qualified Institutional Placement	77,22,007	15.44
As at March 31, 2025	6,19,21,831	123.84

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

B. Other Equity

Particulars	(Amount in ₹ mn)						
	Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding reserve	General reserve	Retained earnings	Other Comprehensive Income (OCI)
							Effective portion of Cash flow hedge reserve
							liability
As at April 01, 2025	8.00	13,742.71	0.55	115.60	138.55	13,454.06	(5.76)
Share-based payment to employees (refer note 32)	-	-	-	38.26	-	-	-
Gross charges of ESOP expenses to Subsidiary	-	-	-	0.20	-	-	-
Dividends (refer note 45)	-	-	-	-	-	(201.81)	-
Exercise of share options	-	403.35	-	(89.89)	-	-	-
Profit for the year	-	-	-	-	-	2,981.71	-
Other Comprehensive Income:	-	-	-	-	-	-	-
Effective portion of gains/ (losses) in cash flow hedge, net of tax	-	-	-	-	-	-	(79.05)
Remeasurement of the net defined benefit liability (Refer note below)	-	-	-	-	-	-	(12.24)
Transfer to retained earnings	-	-	-	-	-	(12.24)	-
As at March 31, 2026	8.00	14,146.06	0.55	64.17	138.55	16,221.72	(84.81)
As at April 01, 2024	8.00	1,675.30	0.55	159.43	138.55	11,565.65	-
Share-based payment to employees (refer note 32)	-	-	-	31.92	-	-	-
Gross charges of ESOP expenses to Subsidiary	-	-	-	0.67	-	-	-
Dividends (refer note 45)	-	-	-	-	-	(161.99)	-
Exercise of share options	-	327.16	-	(76.42)	-	-	-
Issue of equity shares pursuant to a Qualified Institutional Placement	-	11,984.55	-	-	-	-	-
Share issue expenses	-	(244.30)	-	-	-	-	-
Profit for the year	-	-	-	-	-	2,059.61	-
Other Comprehensive Income:	-	-	-	-	-	-	-
Effective portion of gains/ (losses) in cash flow hedge, net of tax	-	-	-	-	-	-	(5.76)
Remeasurement of the net defined benefit liability (Refer note below)	-	-	-	-	-	-	(9.21)
Transfer to retained earnings	-	-	-	-	-	(9.21)	-
As at March 31, 2025	8.00	13,742.71	0.55	115.60	138.55	13,454.06	(5.76)

In accordance with Notification G.S.R 404(E), dated 06 April 2016, as included in amended Schedule III, the Company has recognised remeasurement of defined benefit plans amounting to ₹ (12.24 mn) (March 31, 2025 ₹ (9.21 mn)) as a part of retained earnings.

Summary of material accounting policies

See accompanying notes forming part of the standalone financial statements

As per our report of even date attached

As per our report of even date attached for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

Monisha Parikh
Partner
(Membership No. 047840)

S Sekhar Vasan
Managing Director
DIN: 00361245

B R Preetham
Executive Director and Chief
Executive Officer
DIN: 03499506

F R Singhvi
Joint Managing Director
DIN: 00233146

Place: Bengaluru
Date: May 21, 2026

Rajesh Kumar Modi
Company Secretary

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2026

COMPANY OVERVIEW

Sansera Engineering Limited ("the Company") was incorporated on 15 December 1981 under the provisions of the Companies Act, 1956 with its registered office and principal place of business in Bengaluru, Karnataka. The Company is involved in the business of manufacture of auto components such as rocker arms, connecting rods, gear shifters, crank shafts, and aerospace components. It is also involved in providing services such as forging and other related services.

1. BASIS OF PREPARATION

a. Statement of compliance

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

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. Functional and presentation currency

Items included in the standalone financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the functional currency). These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded off to the nearest millions, unless otherwise indicated.

c. Basis of measurement

The standalone financial statements have been prepared on the historical cost basis except for the following items:

- Derivative instruments at fair value;
- Net defined benefit (asset)/liability at fair value of plan assets less present value of defined benefit obligations;
- Current investments at fair value through standalone statement of profit and loss and
- Share-based payment transactions at fair value.

d. Use of estimates and judgements

The preparation of the standalone financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the standalone financial statements is included in lease classification.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2026 is included in the following notes:

- Note 2.1, 2.2, 3.a and 3.c - Depreciation and amortization method and useful lives of items of property, plant and equipment and intangibles assets;
- Note 3.a and 3.c – Impairment of property, plant and equipment;
- Note 5 – Impairment of investment in subsidiaries;
- Note 39 – Recognition of deferred tax assets.
- Note 32 and 41 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 43 – Impairment of financial assets; and
- Note 26 and 43 – Derivative contracts at fair value;

e. Measurement of fair values

Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). The derivative contracts are valued using market approach, determined by using forward exchange rates as at the balance sheet date.

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

For fair value disclosures, the Company has determined classes of assets and liabilities on the basis of nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summaries accounting policy for fair value. Other fair value-related disclosures are given in the relevant notes.

- Note 42 - Employee stock options; and
- Note 43 - Financial instruments;

2. MATERIAL ACCOUNTING POLICIES

2.1 Property, plant and equipment

i. Recognition and measurement

Property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost

includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the standalone statement of profit or loss.

Borrowing costs directly attributable to the acquisition/ construction of the qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as expense in the standalone statement of profit and loss in the period in which these are incurred.

ii. Depreciation methods, estimated useful lives and residual values

Depreciation is provided on a Straight-Line Method ("SLM") over the useful life of property, plant and equipment as prescribed under Part C of Schedule II of the Companies Act, 2013. In case of second-hand assets purchased, the useful life considered is based on the remaining useful life of such asset determined based on technical evaluation and its proposed use. Depreciation for assets purchased/sold during a period is proportionately charged. The useful lives for property, plant and equipment are as follows:

Asset category	Estimated useful life (in years)
Building	30
Plant and machinery	5-25
Furniture and fixtures	10
Vehicles	8
Office equipment	5
Electrical installations	10
Computer (including software)	3-6

Freehold land is not depreciated.

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

2.2 Intangible assets

- i. Intangible assets purchased are measured at cost less accumulated amortisation and accumulated impairment, if any.

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation/depletion and impairment losses, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the Intangible Assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Gains or losses arising from derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the standalone statement of profit and loss when the asset is derecognised. The Company's intangible assets comprise assets with finite useful life which are amortised on a straight-line basis over the period of their expected useful life. Intangible assets are amortised in the standalone statement of profit and loss over their estimated useful lives of 3 years on a straight-line basis.

2.3 Investment in subsidiaries and associates

Investment in subsidiaries and associates are measured at cost less impairment loss, if any. Dividend income from subsidiaries is recognised when its right to receive the dividend is established.

2.4 Inventories

Inventories are measured at the lower of cost and net realisable value (NRV). Cost comprises purchase price and all expenses incurred in bringing the inventory to its present location and condition. Cost has been determined as follows:

Raw materials, stores	: on weighted average basis and spares
Work in progress	: includes cost of conversion
Finished goods	: includes cost of conversion

- i. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

The comparison of cost and NRV is made on an item-by-item basis. Spare parts that meet the definition of asset are capitalised at their respective carrying amounts. The NRV of work-in-progress is determined with reference to NRV of related finished goods.

- ii. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their NRV.
- iii. Provision for inventory obsolescence is assessed periodically and is provided as considered necessary.

2.5 Revenue recognition

The Company recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. A 5-step approach is used to recognise revenue as below:

Step 1: Identify the contract(s) with a customer;

Step 2: Identify the performance obligation in contract;

Step 3: Determine the transaction price;

Step 4: Allocate the transaction price to the performance obligations in the contract; and

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

Revenue is recognised upon transfer of control of goods or services to buyer in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services.

Sale of products is adjusted net of Goods and Service tax, returns, trade discounts, and volume rebates.

Service income is recognized when the related services are rendered unless significant future contingencies exist.

Export incentives are recognised in the standalone statement of profit and loss when the right to receive credit as per the terms of the entitlement is established in respect of export made.

Dividend income is recognised in standalone statement of profit and loss on the date on which the right to receive payment is established.

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Interest on the deployment of funds is recognised using the time-proportion method, based on underlying interest rates.

2.6 Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the standalone statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the standalone statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the standalone statement of profit and loss on a net basis within other gains/ (losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

2.7 Government Grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Grants related to assets are government grants whose primary condition is that an entity qualifying for them should purchase, construct or otherwise acquire long-term assets. Grants related to income are government grants other than those related to assets.

Government grants relating to an expense item are recognized in the standalone statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented as a deduction in reporting the related expense. The presentation approach is applied consistently to all similar grants.

Government grants relating to the purchase of property, plant and equipment are included in liabilities

as deferred income and are credited to the standalone statement of profit and loss over the periods and in proportions in which depreciation expense on those assets is recognized.

Income from export incentives are recognized in the standalone statement of profit and loss when the right to receive credit as per the terms of the entitlement is established in respect of exports made and disclosed as other operating revenues.

Income from government incentives (other than export incentive) are recognized in the standalone statement of profit and loss when the right to receive credit as per the terms of the entitlement and disclosed as a reduction to the related expenses.

2.8 Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

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

The Company recognises a right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date and a lease liability at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability.

The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the standalone statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and a charge or credit to the standalone statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in standalone statement of profit and loss.

Lease payments associated with following leases are recognised as expense on straight-line basis:

- (i) Low value leases; and
- (ii) Leases which are short-term.

2.9 Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and liabilities are recognised when

the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

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

ii. Classification and subsequent measurement

Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash on hand, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Financial assets carried at amortised cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss (FVTPL). This includes all derivative assets and current investments.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Financial liabilities

Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense and are recognised in standalone statement of profit and loss. Other financial liabilities are subsequently carried at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in the standalone statement of profit and loss.

Derivative Instruments

- a. The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank. These derivative instruments are recorded at fair value on every reporting date with changes being accounted in standalone statement of profit and loss.
- b. Cash flow hedges Changes in the fair value of the derivative hedging instruments designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the consolidated statement of income and reported within foreign exchange gains/(losses), net, within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the consolidated statement of income upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is immediately recognized in the consolidated statement of income.

- c. Others Changes in fair value of foreign currency derivative instruments neither designated as cash flow hedges nor hedges of net investment in foreign operations are recognized in the consolidated statement of income and reported within foreign exchange gains/(losses), net within results from operating activities. Changes in fair value and gains/(losses), net, on settlement of foreign currency derivative instruments relating to borrowings, which have not been designated as hedges are recorded in finance expenses.

iii. Derecognition

Financial assets

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

Financial liabilities

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

2.10 Impairment

i. Impairment of financial assets

The Company recognises loss allowances for expected credit losses (ECL) on financial assets measured at amortised cost.

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

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure,

the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL.

ii. Impairment of non - financial assets

A cash-generating unit (CGU) is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

The Company's non-financial assets, other than inventories and deferred tax assets, are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognised in the standalone statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the standalone statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that

would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

2.11 Employee benefits

i. Defined benefit plan

Gratuity

The Company's gratuity plan is a defined benefit plan. The present value of obligation under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plan is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the standalone balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Compensated absences

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absence and utilise it in future periods or receive cash compensation at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absence as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. The calculation of the Company's obligation is performed annually by an independent actuary using the projected unit credit method as at the balance sheet date. Non-accumulating compensated absences are recognised in the period in which the absences occur. The Company recognizes actuarial gains and losses immediately in the standalone statement of profit and loss.

ii. Defined contribution plan

Provident fund

Provident fund is a post-employment benefit plan under which the Company makes specified monthly

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contribution towards Government administered provident fund scheme. Obligations for contributions to defined contribution plan are recognised as an employee benefit expense in the standalone statement of profit and loss during the period in which the related services are rendered by the employees.

iii. Share-based payment transactions

Employees of the Company receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant. The expense is recognised in the standalone statement of profit and loss with a corresponding increase in equity over the period that the employees unconditionally become entitled to the award. The equity instruments generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such grants. The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

2.12 Income Taxes

Current income tax

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

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for temporary differences on the initial

recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

2.13 Earnings per share

The basic earnings per share is calculated by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year, after adjustment for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each year presented. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

2.14 Provisions and contingencies

A provision is recognised when an enterprise has a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are determined by discounting the expected future cash flows to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Provisions for onerous contracts, i.e., contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a best estimate of such obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

2.15 Cash flow statement

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

2.16 Segment reporting

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, Managing Directors of the Company has been identified as the Chief Operating Decision Maker (CODM). The CODM evaluates the Company's performance and allocates resources based on single segment approach and accordingly, information has been presented.

2.17 Recent accounting pronouncements

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

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

In August 2025, MCA notified the following amendments to:

- (i) Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1 April 2025 -The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Standalone Financial Statements has no impact of these amendments in its classification criteria of current and non-current liabilities.
- (ii) Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments - Disclosures, applicable w.e.f. 1 April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its Standalone Financial Statements.
- (iii) Ind AS 12, Income Taxes - International Tax Reform - Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its Standalone Financial Statements.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

3.A PROPERTY, PLANT AND EQUIPMENT

Particulars	Owned Property, plant and equipment						(Amount in ₹ mn)	
	Land #	Buildings	Plant and machinery	Furniture and fixtures	Vehicles	Office equipment	Electrical installations	Computers
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Gross carrying amount, at cost								
As at April 01, 2024	612.25	2,289.51	15,882.84	63.57	206.16	69.79	768.06	107.89
Additions	1,046.68	384.89	2,882.90	10.07	2.83	6.29	147.59	43.57
Disposals	-	-	(13.89)	(0.22)	(14.56)	(0.49)	(1.35)	(0.45)
As at March 31, 2025	1,658.93	2,674.40	18,751.85	73.42	194.43	75.59	914.30	151.01
Additions	266.97	388.50	3,753.12	9.98	4.00	5.83	112.42	31.80
Disposals	-	-	(63.33)	-	(13.73)	-	-	(0.17)
As at March 31, 2026	1,925.90	3,062.90	22,441.64	83.40	184.70	81.42	1,026.72	182.64
Accumulated depreciation								
As at April 01, 2024	-	335.11	5,469.35	33.62	86.68	48.25	351.35	62.97
Charge for the year	-	87.10	1,247.50	5.80	22.07	7.56	72.75	29.64
Disposals	-	-	(13.37)	(0.22)	(13.71)	(0.49)	(1.35)	(0.45)
As at March 31, 2025	-	422.21	6,703.48	39.20	95.04	55.32	422.75	92.16
Charge for the year	-	99.34	1,469.00	6.08	20.82	8.07	83.86	34.98
Disposals	-	-	(31.22)	-	(12.80)	-	-	(0.16)
As at March 31, 2026	-	521.55	8,141.26	45.28	103.06	63.39	506.61	126.98
Carrying amounts (net)								
As at March 31, 2026	1,925.90	2,541.35	14,300.38	38.12	81.64	18.03	520.11	55.66
As at March 31, 2025	1,658.93	2,252.19	12,048.37	34.22	99.39	20.27	491.55	58.85
Notes:								

(a) It includes land of 60,786.60 square meter allocated by Karnataka Industrial Area Development (KIADB) at Plot no. 48, 2nd Phase, Sector - 2, Bidadi Industrial Area for a period of 10 years w.e.f. 8 August 2014 to the Company on a lease cum sale basis.

(b) Karnataka Industrial Area Development Board (KIADB) has allotted land measuring 2,025 square meter at Plot no. 143-B-8 Bommasandra Industrial Area, Hebbagodi Village, Anekal Taluk, Bengaluru 560099, Karnataka on a lease cum sale basis for a period of 11 years w.e.f. 07 September 1999 and 1,058 square meter at Plot no. 143-B-8-Part Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099, Karnataka on a lease cum sale basis for a period of 11 years w.e.f. May 29, 2001 with specified terms and conditions to be complied with by each party. KIADB has alleged / contended that as per the terms and conditions of Clause 2(iii) of the Lease Cum Sale Agreement dated 17.01.2000, the original allottee should hold minimum 51 % shares in the Company till the execution of the sale deed and in view of there being a violation of the said clause by Sansera Engineering Limited (Sansera), they have issued a demand notice No. KIADB / HO / Allot / Secy - 3 / 12680 / 6102 / 19-20 dated 29.07.2019 calling upon Sansera to remit an additional sum of ₹5,383,798. Challenging the said demand, Sansera has filed Writ Petition seeking quashing of the said demand and also directions to execute the sale deed. The High Court of Karnataka in its order dated September 18, 2024, partially allowed the writ petition wherein notice dated 29.07.2019 was quashed and KIADB was directed to issue a fresh demand notice within a period of 30 days. Sansera awaits the revised demand from KIADB as on March 31, 2026.

Refer note 20 for details of charge over the Company's property, plant and equipment for the borrowings taken by the Company.

As per our report of even date attached for and on behalf of the Board of Directors of

Sansera Engineering Limited
Chartered Accountants
CIN: L34103KA1981PLC004542

(Firm's Registration No.: 008072S)

Monisha Parikh
Partner
(Membership No. 047840)

S Sekhar Vasan
Managing Director
DIN: 00361245

F R Singhvi
Joint Managing Director
DIN: 00233746

B R Preetham
Executive Director and Chief Executive Officer
DIN: 03499506

Place: Bengaluru
Date: May 21, 2026

Rajesh Kumar Modi
Company Secretary

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

3.a.(i) Title deeds of Immovable Property not held in the name of the Company:

Details of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the Company.

As at March 31, 2025 and March 31, 2024

Relevant line item in the Balance sheet	Description of item of property	Parties to the Agreement	(Amount in ₹ mn)		If held jointly (Name and Company's Share)	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company (to also indicate if in dispute)
			Gross carrying value as at March 31, 2026	Gross carrying value as at March 31, 2025				
Property, plant and equipment	Plot No. 143-B-8, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	Karnataka Industrial Area Development Board	0.62	0.62	Not Applicable	Not Applicable	From April 01, 2017, effective date as per the approved scheme.	Not transferred in the name of the Company due to the matter as mentioned in note 3.a.(b) above.
			0.66	0.66				
	Plot No. 143-B-8-Part, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	Karnataka Industrial Area Development Board	0.66	0.66	Not Applicable	Not Applicable		
	Site No. A1, Khata No. 344, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	H. Muniyappa	0.24	0.24	Not Applicable	Not Applicable		The Company is unable to transfer these lands because of ongoing dispute as mentioned in the above note.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Relevant line item in the Balance sheet	Description of item of property	Parties to the Agreement	Gross carrying value as at March 31, 2026	Gross carrying value as at March 31, 2025	Title deeds held in the name of	If held jointly (Name and Company's Share)	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Company (to also indicate if in dispute)
	Plot No. 143-C-2, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	BVR Industries	3.08	3.08		Not Applicable	Not Applicable		
	Plot No. 143-C-2-Part, Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099.	BVR Industries	3.57	3.57		Not Applicable	Not Applicable		
	Plot no 8 to Plot no 17, EV unit Block 2A of Harohalli 5th Phase, Bidadi Industrial Area, Ramanagara Taluk,	Karnataka Industrial Area Development Board	NA	879.33	The lease cum sale deed is registered in the name of the Company as on March 31, 2026 and the same is currently held in the name of the Company	Not Applicable	Not Applicable	From March 4, 2025	NA

3.a.(ii) There are no proceedings which have been initiated during the year or pending against the Company as at March 31, 2026 for holding any benami property under Benami Transactions (Prohibition) Act, 1988.

3.a.(iii) There were no revaluation of property, plant and equipment during financial year 2025-26 and 2024-25.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

3.B CAPITAL WORK IN PROGRESS (CWIP) AGING SCHEDULE

(Amount in ₹ mn)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress					
As at March 31, 2026	1,204.32	185.64	18.18	6.37	1,414.51
As at March 31, 2025	1,501.90	71.27	2.99	8.36	1,584.52

The Company has a dedicated facility in Bengaluru for machine building and machine design with special purpose machines being manufactured in-house. Special purpose machines are customised machines deployed to automate industrial processes to ensure high productivity. Machinery component required for machine building process are included in capital work-in-progress.

There are no projects which are under suspension. With regard to the ongoing projects, there are no projects where completion is overdue or has exceeded the cost as compared to its original plan, considering amendments as may be approved. The Projects in-progress for more than 3 years represent components which would be commonly used across various special purpose machines being manufactured in-house.

3.C INTANGIBLE ASSETS

(Amount in ₹ mn)

Particulars	Owned intangible assets	
	Computer software	Total
Gross carrying amount		
At April 01, 2024	77.68	77.68
Additions	18.63	18.63
Disposals	-	-
At March 31, 2025	96.31	96.31
Additions	11.52	11.52
Disposals	-	-
At March 31, 2026	107.83	107.83
Accumulated amortisation		
At April 01, 2024	51.32	51.32
Amortisation for the year	8.38	8.38
Disposals	-	-
At March 31, 2025	59.70	59.70
Amortisation for the year	10.24	10.24
Disposals	-	-
At March 31, 2026	69.94	69.94
Carrying amounts (net)		
At March 31, 2026	37.89	37.89
At March 31, 2025	36.61	36.61

3.c.(i) There were no revaluation of Intangible assets during financial year 2025-26 and 2024-25.

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

4 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

i) Following are the changes in the carrying value of right-of-use assets:

(Amount in ₹ mn)				
Particulars	Leasehold land	Leased Buildings	Vehicle	Total
At April 01, 2024	148.09	97.81	-	245.90
Additions	251.84	106.22	46.18	404.24
Deletions	-	-	-	-
Depreciation	(9.02)	(48.70)	(2.38)	(60.10)
At March 31, 2025	390.91	155.33	43.80	590.04
Additions	-	154.02	65.82	219.84
Deletions	-	-	(2.89)	(2.89)
Depreciation	(12.76)	(63.56)	(15.26)	(91.58)
At March 31, 2026	378.15	245.79	91.47	715.41

ii) The following is the movement in lease liabilities:

(Amount in ₹ mn)				
Particulars	Leasehold land	Leased Buildings	Vehicle	Total
At April 01, 2024	135.94	121.44	-	257.38
Additions	231.89	94.27	46.15	372.31
Finance cost accrued during the year	11.61	14.83	1.11	27.55
Deletions	-	-	-	-
Payments	(169.10)	(66.55)	(3.00)	(238.65)
At March 31, 2025	210.34	163.99	44.26	418.59
Additions	-	150.00	65.82	215.82
Finance cost accrued during the year	17.14	17.86	6.01	41.01
Deletions	-	-	(3.00)	(3.00)
Payments	(29.09)	(79.83)	(28.87)	(137.79)
At March 31, 2026	198.39	252.02	84.22	534.63

iii) The following is the break-up of current and non-current lease liabilities:

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Current lease liabilities	84.17	65.77
Non-current lease liabilities	450.46	352.82
Total	534.63	418.59

iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Less than one year	126.47	99.64
One to five years	362.86	252.83
More than five years	320.33	318.90
Total lease liabilities	809.66	671.37
Less: Implicit interest	275.03	252.78
Lease liabilities included in the Balance sheet	534.63	418.59

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

v) Amount recognised in the standalone statement of profit and loss:

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Depreciation on Right-of-use assets	91.58	60.10
Interest on lease liabilities	41.01	27.55
Low value lease (included with rent, classified under other expenses)	5.39	0.63

vi) Amount recognised in the statement of cash flow:

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Cash outflows for leases	137.79	238.65
Total	137.79	238.65

5 INVESTMENTS (NON-CURRENT)

a Investments in subsidiaries (Carried at cost)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted		
<i>Investment in equity instruments</i>		
Fitwel Tools and Forgings Private Limited (248,872 (March 31, 2025: 248,872) equity shares of ₹10 each fully paid up)	201.65	201.65
Sansera Engineering Pvt. Ltd., Mauritius (2,10,000 (31 March 2025: 2,10,000) equity shares of Euro 10 each fully paid up)	206.52	206.52
<i>Investment in preference shares</i>		
Sansera Engineering Pvt. Ltd., Mauritius 490,000 (31 March 2025: 490,000) optionally redeemable preference shares of Euro 10 each fully paid up	337.02	337.02
30,000 Series A (31 March 2025: 30,000) optionally redeemable preference shares of Euro 10 each fully paid up	22.56	22.56
30,000 Series B (31 March 2025: 30,000) optionally redeemable preference shares of Euro 10 each fully paid up	10.68	10.68
380,000 Series C (31 March 2025: 380,000) optionally redeemable preference shares of Euro 10 each fully paid up	296.32	296.32
Total (a)	1,074.75	1,074.75

Note: The Optionally Redeemable Preference Shares held by the Company can be converted into equity shares in Sansera Engineering Pvt. Ltd., Mauritius at a fixed ratio of 1:1 at the option of Sansera Engineering Pvt. Ltd., Mauritius.

b Investment in associate -Unquoted (Carried at cost)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
MMRFIC Technology Private Limited		
<i>Investment in equity instruments</i>	300.00	200.00
(366,044 (31 March 2025: 237,530) equity shares of ₹1 each fully paid up)		
<i>Investment in preference shares</i>		

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
37,310 (31 March 2025: Nil) Series A1 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	50.00	-
55,970 (31 March 2025: Nil) Series A2 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	75.00	-
55,970 (31 March 2025: Nil) Series A3 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	75.00	-
37,310 (31 March 2025: 37,310) Series A4 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	50.00	50.00
Nil (31 March 2025: 37,310) Series A5 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	-	50.00
Total (b)	550.00	300.00

c Other Investment-Unquoted (Measured at fair value through other comprehensive income)

<i>Partner contribution</i>		
Clean Max Vega Power LLP	312.25	195.43
26% (31 March 2025: 26%)		
Total (c)	312.25	195.43

Name of the Partners	As at March 31, 2026		As at March 31, 2025	
	Monetary Value of Contribution (Amount in ₹ mn)	Contribution Ratio	Monetary Value of Contribution (Amount in ₹ mn)	Contribution Ratio
Clean Max Enviro Energy Solutions Private Limited	888.71	74.00%	556.23	74.00%
Sansera Engineering Limited	312.25	26.00%	195.43	26.00%
Kuldeep Jain #	0.00	0.00%	0.00	0.00%
Total Capital	1,200.96	100.00%	751.66	100.00%

₹10 (March 31, 2025: ₹10) not presented above due to rounding off to nearest ₹ in mn.

Total (a+b+c)	1,937.00	1,570.18
Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	1,937.00	1,570.18
Aggregate amount of impairment in investments	-	-

6 LOANS (NON-CURRENT)

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good, at amortised cost		
Loans to employees	3.64	0.38
Total	3.64	0.38

The Company has not granted any Loans or Advances in the nature of loans to Promoters, Directors, Key Management Personnel and the Related Parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

7 OTHER FINANCIAL ASSETS (NON-CURRENT)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Security deposit - Unsecured, considered good	167.29	149.95
Bank deposits with more than 12 months maturity *	6.75	0.78
Total	174.04	150.73

*Represents deposits pledged against bank guarantees and letter of credits provided by the bank.

8.A CURRENT TAX ASSETS (NET)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Advance tax including tax deducted at source, net of provision for tax of ₹4,876.97 million (as on March 31, 2025 ₹4,020.99 mn)	109.39	54.62
Total	109.39	54.62

8.B CURRENT TAX LIABILITIES (NET)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Provision for tax, net of advance tax including tax deducted at source of ₹430.71 mn (as on March 31, 2025 ₹430.97 mn)	14.30	14.44
Total	14.30	14.44

9 OTHER NON-CURRENT ASSETS

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	649.33	469.90
Duty paid under protest	20.72	14.17
Prepayments	11.62	13.94
Total	681.67	498.01

10 INVENTORIES (VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials *	2,443.70	1,412.00
Work in progress	1,720.15	1,449.16
Finished goods **	1,519.10	1,288.09
Stores and spares	388.35	318.17
Total	6,071.30	4,467.42

*Includes stock of assembled components & inwards stock in transit of ₹195.48 million (March 31 2025: nil).

**Includes outwards stock in transit of ₹188.04 mn (31 March 2025: ₹183.96 mn).

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

- a) Amount of inventories recognized as an expense is ₹216.96 mn (Financial year 2024-25: ₹14 mn)
- b) Write-down of the inventories to net realisable value amounted to ₹5 mn (Financial year 2024-25: ₹2 mn). These were recognized as an expense during the year and included in note 30 and 31 in the Standalone Statement of Profit and Loss.

The mode of valuation of inventories has been stated in note 2.4

11 CURRENT INVESTMENTS

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Investment in equity shares at FVTPL- Quoted		
Equity shares at fair value through statement of profit and loss		
800 (31 March 2025: 800) equity shares of ₹10 each fully paid up of Maruti Suzuki India Limited	9.92	9.29
Investment in mutual fund at FVTPL- Quoted		
87,733.41 (March 31, 2025: Nil) units of ICICI Prudential Short Term Fund-Direct Plan	6.00	-
527.91 (March 31, 2025: Nil) units of SBI Low Duration Fund Direct Growth	2.01	-
Total	17.93	9.29
Aggregate amount of quoted investments	17.93	9.29
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in investments	-	-

12 TRADE RECEIVABLES

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Considered good - Secured.	-	-
Considered good - Unsecured *	5,942.36	4,220.17
That have an increase in Credit Risk that is significant	-	-
Credit Impaired	-	25.93
Total	5,942.36	4,246.10
Less: Impairment allowance	(23.49)	(55.76)
Trade receivables	5,918.87	4,190.34

*Includes receivables from related parties refer note 40.

The Company's exposure to credit and currency risk, and loss allowances related to trade receivables are disclosed in note 44.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Trade receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
At March 31, 2026							
(i) Undisputed Trade receivables - considered good	4,518.01	1,265.73	86.38	39.43	0.17	32.64	5,942.36
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	4,518.01	1,265.73	86.38	39.43	0.17	32.64	5,942.36
Less: Allowance for credit losses							(23.49)
Trade receivables							5,918.87

At March 31, 2025							
(i) Undisputed Trade receivables - considered good	3,175.26	933.09	73.83	0.61	37.38	-	4,220.17
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	25.40	0.53	-	-	-	25.93
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	3,175.26	958.49	74.36	0.61	37.38	-	4,246.10
Less: Allowance for credit losses							(55.76)
Trade receivables							4,190.34

- (a) No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.
- (b) For terms and conditions relating to related party receivables, refer Note 40.
- (c) Trade receivables are non-interest bearing and are generally on terms of 15 to 120 days.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

13 CASH AND CASH EQUIVALENTS

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
On current accounts	927.18	424.77
Cash on hand	0.26	0.43
Total	927.44	425.20

14 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits within 12 months maturity *	2,927.95	3,753.73
Total	2,927.95	3,753.73

*Includes certain deposits amounting to ₹33.19 mn as at March 31, 2026 (March 31, 2025: ₹12.32 mn) pledged against bank guarantees and letter of credits provided by the bank.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

15 LOANS (CURRENT)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good, at amortised cost		
Loans to employees	17.40	28.89
Total	17.40	28.89

The Company has not granted any Loans or Advances in the nature of loans to Promoters, Directors, Key Management Personnel and the Related Parties (as defined under the Companies Act, 2013), either severally or jointly with any other person.

16 OTHER FINANCIAL ASSETS (CURRENT)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Unbilled revenue*	71.72	26.66
Others	2.42	26.49
Total	74.14	53.15

*Unbilled revenue comprises revenue recognized in excess of invoiced amounts arising from raw material price increases or price adjustments related to tariffs, where the Company has an unconditional right to receive consideration. It also includes tooling income where the Company has fulfilled its performance obligations and has an unconditional right to consideration for the work performed. The ageing of unbilled revenue is within 0–180 days as at March 31, 2026 and March 31, 2025.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

17 OTHER CURRENT ASSETS

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Duty drawback receivables	44.34	46.77
Advance to suppliers	228.13	293.03
Fund balance related to compensated absences and gratuity (refer note 41)	-	59.34
Balances with government authorities	507.85	160.03
Prepayments	72.37	73.22
Total	852.69	632.39

18 EQUITY SHARE CAPITAL

(i) Particulars	(Amount in ₹ mn except no. of shares)	
	As at March 31, 2026	As at March 31, 2025
Authorised share capital		
Equity shares		
10,00,00,000 (March 31, 2025: 10,00,00,000) equity shares of ₹2 each (March 31, 2025: ₹2 each)	200.00	200.00
Total	200.00	200.00
Issued, subscribed and paid up share capital		
Equity shares		
62,332,048 (31 March 2025: 61,921,831) equity shares of ₹2 each (March 31, 2025: ₹2 each)	124.66	123.84
Total	124.66	123.84

(ii) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
Number of shares outstanding at the beginning of the year	6,19,21,831	123.84	5,36,15,150	107.23
Add: Shares issued on exercise of employee stock options	4,10,217	0.82	5,84,674	1.17
Add: Shares issued to qualified institutional buyers pursuant to a Qualified Institutional Placement	-	-	77,22,007	15.44
Number of shares outstanding at the end of the year	6,23,32,048	124.66	6,19,21,831	123.84

(iii) Rights, preferences and restrictions attached to equity shares.

The Company has a single class of equity shares. Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholder meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the Shareholders' meeting. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive residual assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders or in line with the terms of the shareholders agreement as the case may be.

(iv) List of persons holding more than 5 percent shares in equity shares of the Company:

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% holding	No. of shares	% holding
S Sekhar Vasan	1,02,63,164	16.47%	1,02,63,164	16.57%
Kotak Funds - India Midcap Fund	30,90,000	4.96%	32,38,823	5.23%

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

- (v) As at March 31, 2026, the Company has reserved 334,811 shares (March 31, 2025: 629,528 shares) for issuance towards outstanding employee stock option available for exercise. Refer note 42.
- (vi) (a) There have been no shares allotted as fully paid up pursuant to contract without payment being received in cash during five years immediately preceding March 31, 2026.
- (b) There are no shares bought back during 5 years immediately preceding March 31, 2026.
- (vii) Shareholding of Promoters/ Promoters Group in equity shares of the Company

March 31, 2026

Promoter name	Shares held by promoters at the end of the year		% Change in number of shares during the year
	No. of Shares	% of total shares	
S Sekhar Vasam	1,02,63,164	16.47%	0.00%
Unni Rajagopal K	28,45,549	4.57%	0.00%
F R Singhvi	27,82,524	4.46%	(0.47%)
D Namitha	7,50,000	1.20%	100.00%
D Niveditha	7,50,000	1.20%	100.00%
D. Devaraj - HUF	6,69,175	1.07%	0.00%
Bhagyalakshmi	5,00,000	0.80%	100.00%
D Devaraj	1,76,374	0.28%	(91.90%)
P Singhvi charitable trust	24,725	0.04%	(42.50%)
Total	1,87,61,511	30.09%	

March 31, 2025

Promoter name	Shares held by promoters at the end of the year		% Change in number of shares during the year
	No. of Shares	% of total shares	
S Sekhar Vasam	1,02,63,164	16.57%	0.00%
Unni Rajagopal K	28,45,549	4.60%	0.00%
D Devaraj	21,76,374	3.51%	0.00%
F R Singhvi	27,95,549	4.51%	0.00%
D. Devaraj - HUF	6,69,175	1.08%	0.00%
P Singhvi charitable trust	43,000	0.07%	0.00%
Total	1,87,92,811	30.34%	

19 OTHER EQUITY

Summary of other equity balances*

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Capital redemption reserve	0.55	0.55
Capital reserve	8.00	8.00
Securities premium	14,146.06	13,742.71
General reserve	138.55	138.55
Retained earnings	16,221.72	13,454.06
Share options outstanding reserve	64.17	115.60
Effective portion of Cash flow hedge reserve	(84.81)	(5.76)
Total	30,494.24	27,453.71

*Refer statement of changes in equity for detailed movement in other equity balances.

Nature and purpose of other equity:**Capital redemption reserve**

The capital redemption reserve is created out of undistributed profits for purchase of its own shares.

Capital reserve

Capital reserve of ₹2.39 million refers to the subsidy received from the Government of Karnataka, Department of Industries and Commerce in the year 1999. This subsidy was received as the Company was a small scale industry in that particular year. It further includes ₹5.61 million as share of pre-acquisition profit of a subsidiary at the time of acquisition by the Company accounted as capital reserve.

Securities premium

Securities premium account comprises premium on issue of shares. The reserve is utilised in accordance with specific provision of the Companies Act, 2013.

General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in general reserve will not be reclassified subsequently to Standalone Statement of Profit and Loss.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to investors.

Share options outstanding reserve

The fair value of the equity-settled share based payment transactions with employees is recognised in the standalone statement of profit and loss with corresponding credit to share options outstanding account.

Effective portion of Cash flow hedge reserve

Cash flow hedge reserve is the cumulative effective gain or loss on hedging instruments recognized in OCI and reclassified to Standalone Statement of Profit or Loss.

20 BORROWINGS (NON-CURRENT)

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Secured at amortised cost		
Term loans from banks	899.00	1,415.76
Total	899.00	1,415.76

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

The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Repayment and interest terms
Term loans from banks:

(Amount in ₹ mn)				
Repayment and interest terms	Name of the Lender	Security	As at March 31, 2026	As at March 31, 2025
Repayable in 20 equal quarterly instalments of ₹60 million starting from December 2024 and to be settled by September 2029. The loan carries a interest rate of 6.62 % p.a.	HDFC Bank	Secured by first pari-passu charge on movable fixed assets, certain immovable fixed assets (land and buildings) and secured by second pari-passu charge on current assets, viz. inventories and receivables, both present and future.	840.00	1,080.00
Repayable in 20 equal quarterly instalments of ₹23 million starting from September 2025 and to be settled by June 2030. The loan carries a interest rate of 6.94 % p.a.			391.00	460.00
Repayable in 54 equal monthly instalments of ₹18.5 million starting from March 2023 and to be settled by January 2027. The loan carries a interest rate of 7.85 % p.a.	State Bank of India	Secured by first pari-passu charge on entire movable fixed assets, certain immovable properties and secured by second pari-passu charge on entire current assets, including inventories and receivables, both present and future.	184.69	406.76
Total			1,415.69	1,946.76
Less: Current maturities (Refer note 23)			(516.69)	(531.00)
Non-current			899.00	1,415.76

Bank loans contain certain debt covenants relating to limitation on indebtedness, debt-equity ratio, net Borrowings to EBITDA ratio and debt service coverage ratio. The limitation on indebtedness covenant gets suspended if the Company meets certain prescribed criteria. The debt covenant related to limitation on indebtedness remained suspended as of the date of the authorisation of the financial statements. The Company has satisfied all other debt covenants prescribed in the terms of bank loan for the outstanding balances as on March 31, 2026.

21 DEFERRED TAX LIABILITIES (NET)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Provision for employee benefits	20.38	7.45
Security deposit	1.62	2.49
Allowance for credit losses	5.91	14.03
Derivative contracts at fair value	4.49	7.62
Deductions allowed on payment basis	20.15	73.28
Effective portion of Cash flow hedge	28.53	1.94
Total (a)	81.08	106.81
Deferred tax liabilities		
Property, plant and equipment	923.98	836.86
On fair valuation of quoted investments	2.49	2.34
Right-of-use assets, net of lease liabilities (Ind AS 116)	38.67	35.55
Total (b)	965.14	874.75
Deferred tax liabilities (net) (c) = (b)-(a)	884.06	767.94

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

22 OTHER NON-CURRENT LIABILITIES

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Deferred government grant	457.53	457.94
Total	457.53	457.94

Movement in deferred government grant (Current and Non-current)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	520.48	553.36
Add: Grants received during the year	73.51	29.24
Less: Income recognised in the standalone statement of profit and loss	(67.11)	(62.12)
Closing balance	526.88	520.48
Less: Amounts expected to be recognised in the next 12 months (Refer note 26) - current	(69.35)	(62.54)
Net Closing balance, non-current	457.53	457.94

The Government grant related to property, plant and equipment is recognised as income over the useful life, in proportion to the depreciation of the related asset under note 28 - Other operating revenue.

23 BORROWINGS (CURRENT)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Packing credit	1,747.07	-
Current maturities of long-term debt (refer note 20)	516.69	531.00
Accrued Interest	7.36	10.38
Total	2,271.12	541.38

Packing credit loan from banks and others amounting to ₹1,747.07 mn as at March 31, 2026 (March 31, 2025: Nil) are secured by hypothecation of current assets, movable fixed assets and certain immovable properties of the Company.

Packing credit carries interest rate ranging from 6.50% p.a. to 7.06% p.a.

24 TRADE PAYABLES

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 47)	674.23	415.81
Total outstanding dues of creditors other than micro enterprises and small enterprises *	4,029.16	2,527.93
Total	4,703.39	2,943.74

The Company's exposure to currency and liquidity risk related to trade payables are disclosed in note 44.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Trade Payables ageing schedule

Particulars	Outstanding for following periods from due date of payment						
	Accrued	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2026							
Micro and small enterprises- Undisputed	-	622.40	51.82	0.01	-	-	674.23
Others - Undisputed	900.79	2,529.20	594.73	4.44	-	-	4,029.16
Total	900.79	3,151.60	646.55	4.45	-	-	4,703.39
As at March 31, 2025							
Micro and small enterprises- Undisputed	25.84	303.47	86.47	0.03	-	-	415.81
Others - Undisputed	677.30	1,429.86	419.95	0.82	-	-	2,527.93
Total	703.14	1,733.33	506.42	0.85	-	-	2,943.74

Trade payables principally comprise amounts outstanding for trade purchases. The average credit period taken for trade purchases is 45 days (excluding the reverse factoring arrangements) and 30 days (including reverse factoring arrangements). For most suppliers, no interest is charged on the trade payables for the first 45 days from the date of the invoice. The Company has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

25 OTHER CURRENT FINANCIAL LIABILITIES

(Amount in ₹ mn)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital creditors *	330.35	237.37
Derivative contracts at fair value	123.48	30.27
Total	453.83	267.64

*Capital creditors include dues to micro and small enterprises of ₹245.15 mn (March 31, 2025: ₹124.52 mn) (Refer note 47).

26 OTHER CURRENT LIABILITIES

(Amount in ₹ mn)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	107.20	167.44
Statutory liabilities	121.59	65.39
Deferred government grant	69.35	62.54
Dividend payable	0.12	0.07
Total	298.26	295.44

27 PROVISIONS (CURRENT)

(Amount in ₹ mn)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for compensated absences	72.30	-
Provision for gratuity (Refer note 41)	146.29	-
Provision for disputed dues [#]	8.85	8.85
Total	227.44	8.85

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Provision for disputed dues[#]

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	8.85	8.85
Provisions made during the year	-	-
Provision at the end of the year	8.85	8.85

It is not possible to estimate the timing/uncertainties relating to their outflows.

28 REVENUE FROM OPERATIONS

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products	29,044.64	25,569.15
Sale of services	86.29	36.97
Sub-total	29,130.93	25,606.12
Other operating revenues:		
Scrap sales	1,373.36	1,224.45
Tooling income	261.78	155.95
Export incentive benefit	125.91	128.06
Income from government grants	67.11	62.12
Sale of child parts	22.61	10.15
Total	30,981.70	27,186.85

A. Disaggregation of revenue from contracts with customers

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products		
India	20,161.44	18,246.61
Europe	3,657.29	3,577.93
USA	3,021.44	2,587.76
Other foreign countries	2,204.47	1,156.85
Sub-total	29,044.64	25,569.15
Sale of services		
India	86.29	36.97
Scrap sales		
India	1,373.36	1,224.45
Tooling income		
India	118.90	52.06
Europe	87.30	36.20
USA	46.80	64.00
Other foreign countries	8.78	3.69
Sub-total	261.78	155.95
Sale of child parts		
India	1.60	3.71
Europe	20.51	6.13
USA	0.50	0.31
Sub-total	22.61	10.15

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
India	21,741.59	19,563.80
Europe	3,765.10	3,620.26
USA	3,068.74	2,652.07
Other foreign countries	2,213.25	1,160.54
Total revenue from contract with customers	30,788.68	26,996.67

B. Reconciling the amount of revenue recognised with contract and total revenue:

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Total revenue from contract with customers	30,788.68	26,996.67
Adjustments:		
Other operating revenues:		
Income from government grants	67.11	62.12
Export incentive benefit	125.91	128.06
Total	30,981.70	27,186.85

C. Timing of revenue recognition

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Goods transferred at a point in time	30,440.61	26,803.75
Service transferred at a point in time	348.07	192.92
Total revenue from contract with customers	30,788.68	26,996.67

D. Contract balances

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Trade receivables	5,918.87	4,190.34
Contract assets (Unbilled revenue)	71.72	26.66
Contract liabilities (Advance from customers)	107.20	167.44

E. The Company's revenue from its major products are as follows:

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Connecting rods	9,028.10	8,674.65
Rocker arms	4,958.90	4,564.50
Crank shaft assembly	4,630.60	4,315.40
Others*	10,427.04	8,014.60
Total revenue from sale of products	29,044.64	25,569.15

*Individual items of these are less than 10% of sale of products.

Revenue from sale of products from top two customer groups of the Company, who individually exceed 10% of total sales, is 25.92% (as at March 31, 2025 - three customers is 38.07%).

F. Contract liabilities

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	167.44	138.86
Revenue recognised during the year	(167.44)	(138.86)
Contract liabilities recognised during the year*	107.20	167.44
Balance at the end of the year	107.20	167.44

*Contract liabilities include advances received from customer towards supplies.

29 OTHER INCOME

(Amount in ₹ mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on bank deposits	232.38	160.91
Gain on foreign currency transactions, net	310.73	29.52
Gain on disposal of property, plant and equipments, net and capital work in progress	1.48	3.16
Share of profit from investment in Limited Liability Partnership (LLP)	0.19	2.73
Fair value gain on financial instruments at fair value profit or loss	0.63	-
Others	5.23	6.31
Total	550.64	202.63

30 COST OF MATERIALS CONSUMED

(Amount in ₹ mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw materials at the beginning of the year	1,412.00	1,065.38
Add: Purchases	14,536.51	12,004.66
Less: Raw materials at the end of the year	2,443.70	1,412.00
Total	13,504.81	11,658.04

31 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

(Amount in ₹ mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance		
Finished goods	1,288.09	1,021.73
Work in progress	1,449.16	1,309.00
Total	2,737.25	2,330.73
Closing balance		
Finished goods	1,519.10	1,288.09
Work in progress	1,720.15	1,449.16
Total	3,239.25	2,737.25
Changes in inventories of finished goods and work in progress	(502.00)	(406.52)

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

32 EMPLOYEE BENEFITS EXPENSE

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	3,427.35	3,075.33
Contribution to provident and other funds (Refer note 41)	160.20	174.18
Share-based payment to employees (Refer note 42)	38.26	31.92
Staff welfare expenses	451.94	537.41
Total	4,077.75	3,818.84

33 FINANCE COSTS

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on		
- Banks and Financial institution borrowings	140.51	508.05
- Others	55.19	58.85
Interest on obligations under lease	41.01	27.55
Total	236.71	594.45

34 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	1,722.15	1,472.42
Depreciation of right-of-use assets	91.58	60.10
Amortisation of intangible assets	10.24	8.38
Total	1,823.97	1,540.90

35 OTHER EXPENSES

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract labour charges	1,459.33	1,270.08
Conversion charges	1,466.20	1,209.52
Consumption of stores and spares	2,619.15	2,436.75
Power and fuel	1,231.78	1,099.92
Freight outward	313.25	333.62
Legal and professional (Refer note 37 and note 40)	144.06	156.05
Rates and taxes	65.64	9.41
Repairs and maintenance		
Buildings	221.50	236.54
Computers	168.63	116.22
Vehicles	60.44	53.49
Rent	5.39	0.63
Traveling and conveyance	104.25	108.97
Insurance	74.61	58.11
Printing and stationery	20.99	21.58

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Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Communication expenses	7.75	8.13
Security charges	74.54	74.07
Selling and advertisement charges	16.32	8.80
Corporate social responsibility (Refer note 48)	55.16	42.74
Bank charges	12.18	18.18
Allowance for credit losses	(9.89)	22.00
Fair value gain on financial instruments at fair value profit or loss	-	0.89
Warehouse and Segregation Charges	112.55	109.37
Miscellaneous	15.44	12.34
Total	8,239.27	7,407.41

36 EARNINGS PER SHARE (EPS)

Basic earnings per share is calculated by dividing the profit for the year available to the shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is calculated by dividing the profit for the year available to the shareholders of the Company by the weighted average number of equity shares outstanding during the year, after adjustment for the effects of all dilutive potential equity shares. The details are as follows:

Particulars		(Amount in ₹ mn except no. of shares)	
		For the year ended March 31, 2026	For the year ended March 31, 2025
Profit available to shareholders for calculation of basic and diluted earnings per share	A	2,981.71	2,059.61
Nominal value of equity shares (₹ per share)		2.00	2.00
Weighted average number of equity shares for calculation of basic earnings per share	B	6,22,11,244	5,75,15,587
Basic earnings per share (in ₹)	A/B	47.93	35.81
Weighted average number of equity shares for calculation of diluted earnings per share	C	6,24,32,445	5,78,75,806
Diluted earnings per share (in ₹)	A/C	47.76	35.59

Computation of weighted average number of shares

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Weighted average number of equity shares	6,19,21,831	5,36,15,150
Weighted average number of Shares issued under Employee Stock Options and Shares issued pursuant to Qualified Institutional Placement	2,89,413	39,00,437
Weighted average number of equity shares for calculation of basic earnings per share	6,22,11,244	5,75,15,587
Add: Impact of potentially dilutive equity shares:		
Weighted average number of Shares issued under Employee Stock Options	2,21,201	3,60,219
Weighted average number of equity shares for calculation of diluted earnings per share	6,24,32,445	5,78,75,806

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

37 AUDITOR'S REMUNERATION (INCLUDED IN LEGAL AND PROFESSIONAL, NET OF TAXES)

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fees (including overruns of ₹1.40 mn (March 2025- Nil))	6.20	4.00
Limited review fees	2.70	2.70
Tax audit fees	-	0.30
Certifications	0.68	1.10
Reimbursement of expenses	0.54	0.45
Subtotal- (a)	10.12	8.55
Other Services #- (b)	-	15.97
Total (a+b)	10.12	24.52

#Towards attest services in connection with issue of equity shares pursuant to a Qualified Institutional Placement recorded under securities premium (refer note 18).

38 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Contingent liabilities #		
Claims against the Company not acknowledged as debts:		
Excise duty, entry tax, service tax and goods and service tax matters (Refer note A(i) and A(ii) below)	93.25	116.65
Income tax matters (Refer note A(iii))	36.80	46.23
Customer claims **	94.00	63.80
Corporate guarantee for credit facility (Refer note B)	644.89	281.27
Other matters @@	12.07	12.07
Commitments ##		
Estimated amount of contracts remaining to be executed on capital account and not provided for	2,119.15	1,421.71

Note A: Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash flows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for wherever required and disclosed as contingent liabilities where applicable, in these standalone financial statements. The Company does not expect the outcomes of these proceedings to have a materially adverse effect on its financial position.

- (i) Relating to demand for service tax on labour charges, refund granted on service tax paid under reverse charge mechanism (RCM).
- (ii) Relating to demand raised by GST authorities on mismatch of GSTR 3B and GSTR 2A.
- (iii) Relating to disallowance of certain expenses, additional depreciation and non-consideration of MAT (Minimum Alternate Tax) credit.

**The Company supplied Shifter Forks to American Axle (AAM). American Axle reported failure of the product Shifter Fork and filed a suit with South Carolina Civil Court. The Company appointed a legal firm to handle the civil suit. Such claims by AAM, were originally dismissed on summary judgment in March 2025, but that ruling was reversed by the 4th Circuit Court of Appeals. The case is now set for trial in October 2026. The Company remains confident of a favourable outcome and expects the settlement to be not exceeding the amount provided for (₹20 mn).

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Note B: The Company has proposed to provide corporate guarantee/standby letter of credit for the Credit facilities of EURO 6.50 mn (March 31, 2025 - 6.50 mn) equivalent to maximum amount approx ₹708.47 mn, granted to Sansera Sweden AB by the Citi bank NA.

#The Honourable Supreme Court of India, in the month of February 2019 had passed a judgement relating to definition of wages under the Provident Fund Act, 1952. The Management is of the view that there are interpretative challenges on the application of the judgement retrospectively. Based on the legal advice and in the absence of reliable measurement of the provision for earlier periods, the Company has made a provision of ₹0.58 mn for provident fund contribution pursuant to the judgement in the year 2018-2019 from the date of Order of the Honourable Supreme Court of India. The Company will evaluate its position and update its provision, if required, on receiving further clarity on the subject. The Company does not expect any material impact of the same.

As disclosed in note 5.c, the Company has invested in Clean Max Vega Power LLP (i.e., power producer) and entered into an energy supply agreement for a period of 25 years with lock in period of 5 years. Pursuant to such energy supply agreement, the Company has committed to purchase atleast 51% of the total power produced by the power producer.

@@ The Karnataka State Pollution Control Board ("KSPCB") issued a demand order dated February 17, 2020 ("Demand Order") to the Company, demanding an amount of ₹10.00 mn on the grounds that Plant 12 was not compliant with the provisions of the Water (Prevention & Control of Pollution) Act, 1974, Air (Prevention & Control of Pollution) Act, 1981 and rules framed under Environment (Protection) Act, 1986 in relation to noise pollution and LPG storage. Our Company filed a reply dated February 27, 2020 refuting all allegations made pursuant to the Demand Order specifying that the Company is in compliance with all pollution regulations and laws and requesting for an opportunity to be heard in person. KSPCB reassessed the compensation calculation notice dated 13.07.2023 to pay the revised compensation of ₹12.07 mn instead of ₹10.00 mn. The Company has submitted a reply to KSPCB dated 22.08.2023. This matter is currently pending.

The Company does not have any other material commitments.

39 TAX EXPENSE

A. Amounts recognised in standalone statement of profit and loss

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax (a)		
Current year	888.25	611.59
Adjustment of tax relating to earlier years	(22.53)	(4.53)
Deferred tax (b)		
Attributable to -		
Origination and reversal of temporary differences	146.83	109.69
Income tax expense reported in the standalone statement of profit and loss (a+b)	1,012.55	716.75
Amounts recognised in other comprehensive income		
Deferred taxes		
Remeasurements of the defined benefit plans	(4.12)	(3.10)
Effective portion of Cash flow hedge	(26.59)	(1.94)
Income tax reported in other comprehensive income (c)	(30.71)	(5.04)
B. Bifurcation of the income tax recognised in other comprehensive income into		
Items that will not be reclassified to profit or loss	(4.12)	(3.10)
Items that will be reclassified to profit or loss	(26.59)	(1.94)
Total	(30.71)	(5.04)
Total Tax (a+b+c)	981.84	711.71

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

C. Reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

	March 31, 2026	March 31, 2025
Profit before tax	3,994.26	2,776.36
At the effective income tax rate	25.17%	25.17%
Computed expected tax expense	1,005.36	698.81
Tax effect of:		
Non-deductible expenses	17.25	13.76
Tax exempt income	-	(0.69)
Prior year tax	(22.53)	(4.53)
Others	(18.24)	4.36
Income tax expense	981.84	711.71

D. Movement in temporary differences

Particulars	Balance as at April 01, 2025 Net deferred tax asset/ (liabilities)	Recognised in profit and loss during 2025-26	Recognised in OCI during 2025-26	Balance as at March 31, 2026 Net deferred tax asset/ (liabilities)
Property, plant and equipment	(836.86)	(87.12)	-	(923.98)
Provision for employee benefits	7.45	8.81	4.12	20.38
Security deposit	2.49	(0.87)	-	1.62
Allowance for credit losses	14.03	(8.12)	-	5.91
Right-of-use assets, net of lease liabilities (Ind AS 116)	(35.55)	(3.12)	-	(38.67)
On fair valuation of quoted investments	(2.34)	(0.15)	-	(2.49)
Derivative contracts at fair value	7.62	(3.13)	-	4.49
Deductions allowed on payment basis	73.28	(53.13)	-	20.15
Effective portion of Cash flow hedge	1.94	-	26.59	28.53
Total	(767.94)	(146.83)	30.71	(884.06)

Particulars	Balance as at April 01, 2024 Net deferred tax asset/ (liabilities)	Recognised in profit and loss during 2024-25	Recognised in OCI during 2024-25	Balance as at March 01, 2025 Net deferred tax asset/ (liabilities)
Property, plant and equipment	(759.50)	(77.36)	-	(836.86)
Provision for employee benefits	8.62	(4.27)	3.10	7.45
Security deposit	3.14	(0.65)	-	2.49
Allowance for credit losses	8.49	5.54	-	14.03
Right-of-use assets, net of lease liabilities (Ind AS 116)	2.45	(38.00)	-	(35.55)
On fair valuation of quoted investments	(2.56)	0.22	-	(2.34)
Derivative contracts at fair value	5.49	2.13	-	7.62
Deductions allowed on payment basis	71.39	1.89	-	73.28
Effective portion of Cash flow hedge	-	-	1.94	1.94
Others	(0.81)	0.81	-	-
Total	(663.29)	(109.69)	5.04	(767.94)

- (1) Deferred tax assets and liabilities are offset when there is legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax and liabilities on net basis.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

- (2) There is no income surrendered or disclosed as income during the current or previous year in the tax assessment under Income tax Act, 1961, that has not been recorded in Books of accounts.

40 RELATED PARTIES DISCLOSURES

A. Significant Shareholders

S Sekhar Vasan

B. Subsidiary companies

Fitwel Tools and Forgings Private Limited

Sansera Engineering Pvt. Ltd., Mauritius

Sansera Sweden AB

C. Associate company

MMRFIC Technology Private Limited

D. Trust in which the Director is a trustee

Sansera Foundation

E. Key managerial personnel

S Sekhar Vasan - Chairman and Managing Director

F R Singhvi - Joint Managing Director

B R Preetham - Executive Director and Chief Executive Officer

Vikas Goel - Chief Financial Officer

Rajesh Kumar Modi - Company Secretary and Compliance officer

Muthuswamy Lakshminarayan - Independent Director

Revathy Ashok - Independent Director

Samir Purushottam Inamdar - Independent Director

F. Entity controlled by close members of key managerial personnel's family

Eff N'Bee Hospitality Private Ltd

Mulder (India) Private Limited

Lanka Swisstek Private Limited

G. The following is the summary of related party transactions:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations		
Sale of Products		
Sansera Sweden AB	237.94	16.55
Sale of child parts		
Sansera Sweden AB	18.66	3.93
Sale of raw materials		
Fitwel Tools and Forgings Private Limited	1.92	10.09
Sale of Capital work-in-progress		
Sansera Sweden AB	-	8.61

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Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchase of raw materials		
Fitwel Tools and Forgings Private Limited	774.03	744.41
Purchase of services		
Fitwel Tools and Forgings Private Limited	36.23	8.30
Purchase of raw material		
Lanka Swisstek Private Limited	1.19	1.04
Conversion charges		
Fitwel Tools and Forgings Private Limited	0.35	-
Consumption of stores and spares		
Fitwel Tools and Forgings Private Limited	4.46	5.14
Expenditure towards Corporate Social Responsibility (CSR)		
Sansera Foundation	55.16	42.74
Staff welfare cost/Other expenses		
Eff N'Bee Hospitality Private Ltd	0.06	0.61
Mulder (India) Private Limited	0.04	0.08
Expenses incurred in relation to shares issued pursuant to a Qualified Institutional Placement		
Eff N'Bee Hospitality Private Ltd	-	0.59
Reimbursement of expenses (Bank charges)		
Sansera Sweden AB	1.70	2.21
Employee stock option Cost		
Fitwel Tools and Forgings Private Limited	0.20	0.67
Investment in associate		
MMRFIC Technology Private Limited	250.00	100.00

H. The following is the summary of related party transactions:

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Investment in subsidiaries		
Sansera Engineering Pvt. Ltd., Mauritius	-	199.64
Managerial Remuneration *		
S Sekhar Vasan	54.82	41.81
F R Singhvi	54.82	41.81
B R Preetham	44.64	34.48
Vikas Goel	20.25	18.81
Rajesh Kumar Modi	6.33	5.86
Legal and Professional Charges - Fixed Commission		
Muthuswamy Lakshminarayan	3.00	3.00
Revathy Ashok	3.00	3.00
Samir Purushottam Inamdar	3.00	3.00
Legal and Professional Charges - Sitting fees		
Muthuswamy Lakshminarayan	0.98	1.20
Revathy Ashok	1.13	1.28
Samir Purushottam Inamdar	0.90	1.35

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Legal and Professional Charges		
Vikram Unni Rajagopal	0.09	-
Trade payables		
Fitwel Tools and Forgings Private Limited	24.27	10.37
Capital creditor		
Lanka Swisstek Private Limited	-	0.26
Trade receivables		
Sansera Sweden AB	71.05	3.77
Other receivables		
Sansera Sweden AB	-	8.61
Corporate guarantee for credit facility		
Sansera Sweden AB**	708.47	598.59
Payable to Directors		
S. Sekhar Vasam	12.85	12.85
Muthuswamy Lakshminarayan	0.23	-
Revathy Ashok	0.15	-
Samir Purushottam Inamdar	0.08	-

*Excludes contribution to employee retirement/post retirement and other employee benefits which are based on actuarial valuation done on an overall Company basis. Also excludes cost pertaining to ESOP's given to the employees as a part of the ESOP scheme.

** Represents the amount of corporate guarantee provided by the Company.

*** The Company has undertaken to provide necessary financial support in the form of letter of comfort to its subsidiary 'Fitwel Tools and Forgings Private Limited' and its associate 'MMRFIC Technology Private Limited' to enable the entities to obtain borrowing facility from respective banks.

Terms and conditions:

All transactions with related parties are unsecured and at arm's length.

41 EMPLOYEE BENEFIT PLANS

A Defined contribution plan

The Company has defined contribution plan. Contributions are made to the Provident fund for employees at the specified rate of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer contribution to Provident fund, including admin charges	102.30	97.97
Employer contribution to Employee state insurance scheme	19.58	19.37
Employer contribution to Labour Welfare fund	0.42	0.24

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

B Defined benefit plans - Gratuity

The Company sponsors funded defined benefit plans for qualifying employees. The defined benefit plans are administered by a separate Fund that is legally separated from the entity. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement (Age of 58 years) or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the Fund.

The following table sets out the status of the gratuity plan as required under Ind AS 19 "Employee benefits":

a) Reconciliation of present value of defined benefit obligations

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Defined benefit obligations at the beginning of the year	560.63	493.23
Current service cost	36.22	43.37
Interest Expense	42.28	35.49
Past service cost	144.78	-
Benefits paid	(22.60)	(25.39)
Actuarial (gains) / losses recognised in Other Comprehensive Income:		
Changes in financial assumptions	(25.50)	18.23
Experience adjustments	30.14	(4.30)
Defined benefit obligations at the end of the year	765.95	560.63

b) Reconciliation of present value of plan assets

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Plan assets at the beginning of the year	599.05	553.03
Interest income	40.60	39.79
Contributions paid into the plan	14.33	30.00
Return on plan assets recognised in other comprehensive income	(11.73)	1.62
Benefits paid	(22.60)	(25.39)
Plan assets at the end of the year	619.65	599.05

Actual return on plan assets

Return on plan assets: The long term estimate of the expected rate of return on plan assets has been arrived at based on prevailing yields on those assets. Assumed rate of return on assets is expected to vary from year to year reflecting the returns on matching government bonds.

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Net defined benefit (Assets) / liability (a-b)	146.29	(38.42)
Non-current	-	-
Current	146.29	(38.42)
Total	146.29	(38.42)

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

c) Expenses recognised in the standalone statement of profit and loss

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Current service cost	36.22	43.37
Interest expense	42.28	35.49
Interest income	(40.60)	(39.79)
Past service cost	144.78	-
Total	182.68	39.07

d) Remeasurements recognised in Other Comprehensive Income (OCI)

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Actuarial (gain)/loss on account of experience adjustments	30.13	(4.30)
Actuarial (gain)/loss arising from change in financial assumptions	(25.50)	18.23
Return on plan assets recognised in other comprehensive income	11.73	(1.62)
Total	16.36	12.31
Total cost recognised in the standalone statement of profit and loss, including other comprehensive income (c+d)	199.04	51.38

e) Actuarial assumptions

The following table sets out the status of the Gratuity scheme and the amount recognised in the financial statements as per the Actuarial Valuation done by an Independent Actuary. These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The probability or likelihood of occurrence of losses relative to the expected return on any particular investment.
Interest risk	The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability.
Liquidity risk	This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
Salary risk	The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

In respect of the above plans, the most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at March 31, 2026 by an independent member firm of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The principal assumptions used for the purpose of the actuarial valuations were as follows:

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Discount rate	7.25%	6.80%
Salary increase*	5.00%	5.00%
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Retirement age	58 years	58 years
Withdrawal rate	4.00%	4.00%

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

f) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	On account of increase	On account of decrease	On account of increase	On account of decrease
Discount rate (1% movement)	710.21	(829.12)	516.60	(610.91)
Future salary growth (1% movement)	829.91	(708.58)	611.31	(515.49)
Withdrawal rate (1% movement)	773.63	(757.46)	565.56	(555.16)
Mortality Rate (1% movement)	766.25	(765.65)	560.82	(560.45)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

The expected future contribution and estimated future benefit payments from the fund are as follows:

Expected cash flows over the next (valued on undiscounted basis):	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
1 year	77.00	44.18
2 to 5 years	267.73	193.84
6 to 10 years	364.72	242.69
More than 10 years	726.17	574.92

g) Asset liability matching strategies

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity liability occurring during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

- h)** The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance Company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

B Defined benefit plans - Compensated absences

(Amount in ₹ mn)		
Net defined benefit (Assets) / liability	For the year ended March 31, 2026	For the year ended March 31, 2025
Current	72.30	(20.92)
Total	72.30	(20.92)
Expense recognised in the Standalone Statement of Profit and Loss	93.03	107.39

The actuarial valuation of compensated absences has been carried out using projected unit credit method based on assumptions given in respect of gratuity valuation.

C Exceptional Item

- a) On November 21, 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Labour Codes amongst other things, introduced changes including a uniform definition of wages and enhanced benefits relating to leave. The Company has assessed the financial implications of these changes which had resulted in increase in gratuity liability arising out of past service cost and increase in leave liability. Considering the impact arising out of an enactment of the new legislation is an event of non-recurring nature, the Company has presented this incremental amount of ₹157.57 mn as "Impact of Labour Codes" under "Exceptional Item" in the Statement of Profit and Loss for the year ended March 31, 2026. The Company continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.

(Amount in ₹ mn)		
Past service cost pertaining to:	For the year ended March 31, 2026	For the year ended March 31, 2025
Gratuity	144.78	-
Compensated absences	12.79	-
Total	157.57	-

42 EMPLOYEE STOCK OPTIONS

The Company has share option schemes for the permanent employees of the Company and its subsidiaries. In accordance with the terms of the plan, as approved by shareholders, permanent employees may be granted options to purchase equity shares.

Each employee share option converts into one equity share of the Company on exercise. No amounts are paid or payable by the recipient on receipt of the option. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of their expiry as per ESOP Schemes.

(a) Sansera Employee Stock Option Plan 2015

On March 12, 2015, the Board of Directors of the Company approved "Sansera Employee Stock Option Plan 2015" ("the Plan") for grant of stock options to the employees of the Company and its subsidiaries which was further ratified by the shareholders on April 13, 2015. Further, the ESOP 2015 has been amended pursuant to resolutions passed by the Shareholders on August 3, 2018, June 2, 2021 and August 31, 2021, respectively. The vested options can be exercised by the option holder and the shares can be allotted by the Board/Committee as specified in the Plan. The plans are as follows:

Program 1: Key management group

Options under this program are granted to certain employees at an exercise price of ₹0.14 per option. All the stock options under this program are completely vested.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The following reconciles the outstanding share options granted under employee share option plan at beginning and at the end of financial year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	-	-	1,23,300	0.14
Granted during the year	-	-	-	-
Exercised during the year	-	-	1,23,300	0.14
Forfeited during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Vested at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

Program 2: Certain identified employees

Options under this program are granted to certain employees at an exercise price of ₹135.20 per option. Stock options issued carries different vesting periods, it ranges from 25 to 100 percent vesting of total options granted by the end of every one year from the grant date. All stock options shall be fully vested by the end of 4 years from the grant date.

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	-	-	1,50,075	135.20
Granted during the year	-	-	-	-
Exercised during the year	-	-	1,50,075	135.20
Forfeited during the year	-	-	-	-
Expired during the year	-	-	-	-
Surrendered during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Vested at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

Measurement of fair values

Black-Scholes Option Pricing Model is used to value the fair value of the stock options. The fair value of the options and the inputs used in the measurement of the grant-date fair values of the equity-settled share based payment plans are as follows:

Particulars	Share option plans		
	Program 1: Key Management Group	Program 2: Certain Identified Employees	Program 2: Certain Identified Employees
Grant date	April 29, 2015	April 29, 2015	April 01, 2021
Fair value at grant date	103.39	55.25	273.21
Share price at grant date	103.48	103.48	396.60
Exercise price	0.14	135.20	135.20
Expected volatility (weighted average volatility)	49.20%	49.20%	31.30%

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Share option plans		
	Program 1: Key Management Group	Program 2: Certain Identified Employees	Program 2: Certain Identified Employees
Method used to determine expected volatility	Expected volatility has been calculated based on volatility of the comparable company stock prices.		
Expected term (in years)	6.50	6.50	2.00
Risk free interest rate	7.90%	7.90%	4.52%

(b) Sansera Employee Stock Option Plan 2018

The Company, pursuant to resolution passed by its shareholders dated 8 August 2018 has adopted "Sansera Employee Stock Option Plan 2018" ("the Plan"). Further, the ESOP 2018 has been amended pursuant to resolutions passed by the Board of Directors on April 19, 2021, August 22, 2021 and Shareholders on June 2, 2021 and August 31, 2021. The aggregate number of options, which may be issued under ESOP 2018, shall be decided by the Nomination and Remuneration Committee and shall not exceed such number of options which represents 2.50% shareholding in the Company on a fully diluted basis as on the date of this plan. The plans are as follows:

Options under this program are granted to certain employees at an exercise price in the range of ₹744.00 - ₹1699.20.05 per option. Stock options issued carry different vesting periods. It ranges from 25 to 100 percent vesting of total options granted by the end of every one year from the grant date. All stock options shall be fully vested by the end of 4 years from the grant date.

The following reconciles the outstanding share options granted under employee share option plan at beginning and at the end of financial year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	6,29,528	799.74	8,53,327	754.06
Granted during the year	1,25,500	1,428.80	87,500	1,245.30
Exercised during the year	4,10,217	766.37	3,11,299	744
Forfeited during the year	-	-	-	-
Lapsed during the year	10,000	1078.30	-	-
Outstanding at the end of the year	3,34,811	1,119.94	6,29,528	799.74
Vested at the end of the year	1,31,185	1,119.94	3,06,195	799.74
Exercisable at the end of the year	1,31,185	1,119.94	3,06,195	799.74

Measurement of fair values

Black-Scholes Option Pricing Model is used to value the fair value of the stock options. The fair value of the options and the inputs used in the measurement of the grant-date fair values of the equity-settled share based payment plans are as follows:

Particulars	Share option plan			
	September 22, 2021	February 12, 2024	May 16, 2024	November 15, 2024
Fair value at grant date (Average)	200.72	349.16	349.16	527.80
Share price at grant date	744.00	995.10	1,058.70	1,486.85
Exercise price	744.00	934.70	1,026.30	1380.05
Expected volatility (weighted average volatility) (Average)	26.68%	28.05%	28.05%	28.63%

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Share option plan			
Grant date	September 22, 2021	February 12, 2024	May 16, 2024	November 15, 2024
Expected term (in years) (Average)	3.50	3.90	3.90	4.00
Method used to determine expected volatility	The expected volatility has been calculated based on historic volatility Auto Index	Annualized volatility of the stock price of Company for the latest historical period.		
Risk free interest rate (Average)	5.02%	6.79%	6.79%	6.44%

Particulars	Share option plan		
Grant date	November 19, 2025	November 19, 2025	March 29, 2026
Fair value at grant date (Average)	642.50	489.47	944.80
Share price at grant date	1,546.90	1,546.90	2,159.20
Exercise price	1,237.00	1,555.90	1,699.20
Expected volatility (weighted average volatility) (Average)	29.53%	29.53%	31.58%
Expected term (in years) (Average)	4.00	4.00	4.00
Method used to determine expected volatility	Annualized volatility of the stock price of Company for the latest historical period.		
Risk free interest rate (Average)	5.87%	5.87%	6.14%

The employees of the Subsidiary are eligible for shares under Employee Stock Option Plans of Sansera Engineering Limited. The Company has cross-charged an amount of ₹0.20 mn for year ended March 31, 2026 (March 31, 2025: ₹0.67 mn) as cost of such stock options.

43 FINANCIAL INSTRUMENTS

Accounting classification and fair value

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

Particulars	Carrying amount March 31, 2026	(Amount in ₹ mn)		
		Fair value		
		Level 1	Level 2	Level 3
Financial assets measured at fair value				
Investment in equity shares - Fair value through Profit and Loss	9.92	9.92	-	-
Investment in Mutual Funds - Fair value through Profit and Loss	8.01	8.01	-	-
Other Investment- Fair value through other comprehensive income	312.25	-	-	312.25
Total	330.18	17.93	-	312.25

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(Amount in ₹ mn)

Particulars	Carrying amount March 31, 2026	Fair value		
		Level 1	Level 2	Level 3
Financial assets measured at amortised cost				
Loans	21.04	-	-	-
Other non-current financial assets	174.04	-	-	-
Trade receivables	5,918.87	-	-	-
Cash and cash equivalents	927.44	-	-	-
Bank balances other than cash and cash equivalents above	2,927.95	-	-	-
Other current financial assets	74.14	-	-	-
Total	10,043.48	-	-	-
Financial liabilities measured at fair value				
Derivative liability (including portion of cashflow hedge)	123.48	-	123.48	-
Total	123.48	-	123.48	-
Financial liabilities measured at amortised cost				
Non-current borrowings	899.00	-	-	-
Current borrowings	2,271.12	-	-	-
Lease liabilities	534.63	-	-	-
Trade payables	4,703.39	-	-	-
Other financial liabilities	330.35	-	-	-
Total	8,738.49	-	-	-

(Amount in ₹ mn)

Particulars	Carrying amount March 31, 2025	Fair value		
		Level 1	Level 2	Level 3
Financial assets measured at fair value				
Investment in equity shares - Fair value through Profit and Loss	9.29	9.29	-	-
Other Investment- Fair value through other comprehensive income	195.43	-	-	195.43
Total	204.72	9.29	-	195.43
Financial assets measured at amortised cost				
Loans	29.27	-	-	-
Other non-current financial assets	150.73	-	-	-
Trade receivables	4,190.34	-	-	-
Cash and cash equivalents	425.20	-	-	-
Bank balances other than cash and cash equivalents above	3,753.73	-	-	-
Other current financial assets	53.15	-	-	-
Total	8,602.42	-	-	-
Financial liabilities measured at fair value				
Derivative liability (including portion of cashflow hedge)	30.27	-	30.27	-
Total	30.27	-	30.27	-
Financial liabilities measured at amortised cost				
Non-current borrowings	1,415.76	-	-	-
Current borrowings	541.38	-	-	-
Lease liabilities	418.59	-	-	-
Trade payables	2,943.74	-	-	-
Other financial liabilities	237.37	-	-	-
Total	5,556.84	-	-	-

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Fair value hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). The derivative contracts are valued using market approach, determined using forward exchange rates as at the balance sheet date.

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

The Company has not disclosed the fair value of financial instruments such as other non-current financial assets, trade receivables, cash and cash equivalents, bank balances, other current financial assets, loans, borrowings, other non-current financial liabilities, trade payables and other current financial liabilities because their carrying amounts are a reasonable approximation of fair value.

Investments in subsidiaries and associate are not appearing as financial asset in the table above, being accounted under Ind AS 27 (At cost), Separate Financial Statements.

The majority of costs and incomes are denominated in local currencies, which is not impacted by currency exchange fluctuations. Some of the contracts with key export customers may not allow for price adjustments in the event of unfavourable currency exchange rate developments. Global footprint exposes the Company to certain currency exchange risks, arising primarily from foreign currency receivables, import of raw materials and capital goods for operations, export of goods. The Company hedges significant portion of the net foreign exchange exposure through forward contracts.

44 FINANCIAL RISK MANAGEMENT

The Company is exposed to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk"

(i) Risk management framework

The Company's Board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and others, foreign exchange transactions and other financial instruments. The carrying amount of financial assets represents the maximum credit exposure.

Trade receivable

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. In respect of trade receivables the Company performs credit assessment for customers on an annual basis and recognizes credit risk on the basis of lifetime expected losses. (Refer note 12).

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The top 5 customers generated revenues of 46.51% during the year (March 31, 2025: 49.55%), wherein 2 customers (March 31, 2025: 3 customers) individually represented more than 10% of the revenue from sale of products for the year. Further, 2 customers accounted for more than 25.20% (March 31, 2025: 28.22%) of the receivables as at March 31, 2026.

Security deposits, Other financial assets and Loans:

Expected credit loss for Security deposits, Other financial assets and Loans is as follows:

Particulars	Assets of the Company	Estimated gross carrying amount at default as at March 31, 2026	Estimated gross carrying amount at default as at March 31, 2025	Expected probability of default	Expected credit losses	Carrying amount, net of impairment provision as at March 31, 2026	Carrying amount, net of impairment provision as at March 31, 2025
Impairment allowance measured at life time expected credit loss: Financial assets for which credit risk has not increased significantly since initial recognition	Security deposits	167.29	149.95	0%	-	167.29	149.95
	Other financial assets	74.14	53.15	0%	-	74.14	53.15
	Loans	21.04	29.27	0%	-	21.04	29.27

Cash and cash equivalents (including bank balances, fixed deposits and margin money with banks):

Credit risk on cash and cash equivalents is limited as the Company generally transacts with banks and others with high credit ratings assigned by international and domestic credit rating agencies.

(iii) Liquidity risk

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

The working capital position of the Company is given below:

- As at March 31, 2026, the Company had a working capital of ₹8,755.21 including cash and cash equivalents and bank balances of ₹3,855.39 mn and current investments of ₹17.93 mn.
- As at March 31, 2025, the Company had a working capital of ₹9,414.27 million including cash and cash equivalents and bank balances of ₹4,137.51 mn and current investments of ₹9.29 mn.

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

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	As at March 31, 2026				
	Carrying amount	Total	Less than 1 year	1-2 years	Above 2 years
Non-current borrowings including current maturities	1,415.69	1,415.69	516.69	516.76	382.24
Current borrowings	1,754.43	1,754.43	1,754.43	-	-
Trade payables	4,703.39	4,703.39	4,703.39	-	-
Other financial liabilities	453.83	453.83	453.83	-	-
Lease liabilities	534.63	534.63	126.47	362.86	45.30

Particulars	As at March 31, 2025				
	Carrying amount	Total	Less than 1 year	1-2 years	Above 2 years
Non-current borrowings including current maturities	1,946.76	1,946.76	531.00	516.76	899.00
Current borrowings	10.38	10.38	10.38	-	-
Trade payables	2,943.74	2,943.74	2,943.74	-	-
Other financial liabilities	267.64	267.64	267.64	-	-
Lease liabilities	418.59	418.59	65.77	86.82	266.00

(iv) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans, borrowings and payables. The Company's activities expose it to a variety of financial risks, including effects of changes in foreign currency exchange rates and interest rate movement.

(v) Interest rate risk

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

Exposure to interest rate risk

The exposure of the Company's borrowing to interest rate changes at the end of the year are as follows:

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Fixed rate instruments:		
Financial liabilities	-	-
Variable rate instruments:		
Financial liabilities	3,170.12	1,957.14

Interest rate sensitivity:

Sensitivity analysis for fixed-rate instruments

There is no impact on the profit or loss on account of fixed rate instruments.

Cash flow sensitivity analysis for variable-rate instruments

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The sensitivity analysis below have been determined based on exposure to interest rate. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the year was outstanding for the whole year. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Currency	Effect on profit before tax	
		March 31, 2026	March 31, 2025
Increase of 100 basis points	₹	31.70	19.57
Decrease in 100 basis points	₹	(31.70)	(19.57)

(vi) Foreign currency risk

The Company is exposed to currency risk on certain transactions that are denominated in a currency other than the entity's functional currency, hence exposures to exchange rate fluctuations arise. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. The Company uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

Foreign currency (FC) risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments. The information on derivative instruments is as follows.

Particulars	Currency Hedged	(Amount in ₹ mn)			
		As at March 31, 2026		As at March 31, 2025	
		Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
Forward contract (to hedge net receivables)	USD	1.80	170.70	8.50	726.54
No. of Contracts		6		9	
Forward contract (to hedge net receivables)	EURO	-	-	0.50	46.05
No. of Contracts		-		1	
Forward contract (to hedge net receivables)	EURUSD	-	-	4.25	391.38
No. of Contracts		-		5	
Forward Extra Option Contracts (to hedge receivables)	USD	0.43	40.53	8.00	683.80
No. of Contracts		1		2	
Interest Rate Swap (to hedge receivables)	EURO	8.88	967.43	5.00	460
No. of Contracts		2		1	
Forward contract (to hedge payments)	USD	-	-	0.80	68
No. of Contracts		-		2	
Forward contract (to hedge payments)	EURO	-	-	0.40	37
No. of Contracts		-		1	
Forward contract (to hedge payables)	EURUSD	-	-	1.00	92.09
No. of Contracts		-		2	

The Company's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities when revenue and expense is denominated in a foreign currency.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(vi) Foreign currency risk (continued)

The following table presents foreign currency risk from financial instruments as of:

Particulars	Currency Hedged	(Amount in ₹ mn)			
		As at March 31, 2026		As at March 31, 2025	
		Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
Trade receivables	USD	22.97	2,178.14	16.00	1,367.60
	EUR	8.45	920.77	5.89	542.41
Other receivables	EUR	-	-	0.10	9.21
Cash and cash equivalents	USD	0.75	70.88	0.86	73.70
	EUR	0.37	40.29	0.64	58.52
Trade payables and capital creditors	USD	6.44	610.59	1.49	127.36
	EUR	0.28	29.99	0.94	86.56
	JPY	3.80	2.26	14.00	7.95
	CHF	-	-	0.01	0.97
	GBP	0.08	10.65	-	-
Total	USD	17.28	1,638.43	15.37	1,323.15
	EUR	8.54	931.07	5.59	514.37
	JPY	3.80	2.26	14.00	7.95
	CHF	-	-	0.01	0.97
	GBP	0.08	10.65	-	-

Sensitivity analysis

Particulars	Percentage movement	(Amount in ₹ mn)			
		Effect on profit before tax		Effect on equity	
		Strengthening	Weakening	Strengthening	Weakening
March 31, 2026					
USD	10.95%	179.42	(179.42)	134.26	(134.26)
EUR	18.36%	170.92	(170.92)	127.90	(127.90)
JPY	4.68%	0.11	(0.11)	0.08	(0.08)
CHF	22.43%	-	-	-	-
GBP	13.38%	1.42	(1.42)	1.06	(1.06)
March 31, 2025					
USD	2.49%	32.95	(32.95)	24.66	(24.66)
EURO	2.46%	12.65	(12.65)	9.47	(9.47)
JPY	3.07%	0.24	(0.24)	0.18	(0.18)
CHF	5.22%	0.05	(0.05)	0.04	(0.04)

(vii) Cashflow hedge

The Company determines the existence of an economic relationship between the hedging instrument and the hedged item based on the currency amount and timing of its forecasted cash flows hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

The Company uses critical terms comparison to establish hedge effectiveness between hedging instrument and hedged item. The Company takes effective portion gain or loss of MTM revaluation of the hedging instrument to the cashflow hedge reserve. Any hedge ineffectiveness is calculated and accounted for in standalone statement of profit and loss at the time of the hedge relationship rebalancing.

The following table summarizes activity in the cash flow hedging reserve within equity related to all derivative instruments classified as cash flow hedges.

	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the year - (A)	(5.76)	-
Changes in fair value of effective portion of derivatives	(105.64)	(7.70)
Gain/(loss) on cash flow hedging derivatives, net - (B)	(105.64)	(7.70)
Balance as at the end of the year - C = A+B	(111.40)	(7.70)
Deferred tax asset (liability) thereon - (D)	26.59	1.94
Balance as at the end of the year, net of deferred taxes - (C+D)	(84.81)	(5.76)

The two hedge related transactions for balance in cash flow hedging reserves as at March 31, 2026 are expected to occur and be reclassified to the standalone statement of profit and loss over a remaining period of 41 months & 51 months.

As at March 31, 2026 and 2025, there were no material gains or losses on derivative transactions or portions thereof that have become ineffective as hedges or associated with an underlying exposure that did not occur.

45 CAPITAL MANAGEMENT

- i The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital employed.

The Company manages capital risk by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as net debt divided by total equity. Net debt and total equity are based on the amounts stated in the standalone financial statements.

	(Amount in ₹ mn)	
Particulars	As at March 31, 2026	As at March 31, 2025
Gross debt*	3,704.75	2,375.73
Less: Cash and cash equivalents and other bank balances	3,855.39	4,178.93
Net debt (A)	(150.64)	(1,803.20)
Total equity** (B)	30,618.90	27,577.55
Debt ratio (A / B)	(0.01)	(0.07)

*Gross debt includes non-current borrowings, current borrowings, current maturities of long term debts, lease liabilities and accrued interest.

**Total equity includes Equity share capital, instruments entirely equity in nature and other equity.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Dividends

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
1. Dividends recognised		
Final dividend for the year ended March 31, 2025 of ₹3.25/- (March 31, 2024 – ₹3.00/-) per fully paid share	201.81	161.99
2. Dividends Unrecognised		
In addition to the above dividends, since the year ended, the Directors have recommended the payment of a final dividend of ₹4.00 /- per fully paid equity share (March 31, 2025 - ₹3.25 /-). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	249.33	201.81
	249.33	201.81

46 RATIOS

Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	% Variance	Reason for Variance
(a) Current Ratio	Current assets	Current liabilities	2.09	3.28	(36.28%)	Variance on account of increase in borrowings.
(b) Debt-Equity ratio	Total debt	Shareholders' equity	0.12	0.09	33.33%	Variance on account of increase in borrowings.
(c) Debt Service Coverage Ratio	Earnings available for debt service	Debt service	5.15	0.96	436.46%	Variance on account repayment of borrowings out of funds raised through QIP during the previous year
(d) Return on Equity Ratio	Net profits after taxes – Preference dividend	Average shareholders equity	10.00%	10.00%	0.00%	Not Applicable
(e) Inventory turnover ratio	Cost of goods sold	Average inventory	2.47	2.76	(10.51%)	Not Applicable
(f) Trade Receivables turnover ratio	Revenue from operations	Average trade receivables	6.13	6.38	(3.92%)	Not Applicable
(g) Trade payables turnover ratio	Net credit purchases	Average trade payables	5.98	6.48	(7.72%)	Not Applicable
(h) Net capital turnover ratio	Revenue from operations	Working capital	354.00%	289.00%	65.00%	Variance on account of increase in borrowings.
(i) Net profit ratio	Net profit after tax	Revenue from operations	10.00%	8.00%	2.00%	Not Applicable
(j) Return on Capital employed	EBIT	Capital employed	11.00%	10.00%	1.00%	Not Applicable
(k) Return on investment	Income generated from investments	Average investments	6.00%	8.00%	(2.00%)	Not Applicable

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Notes:

- (1) Total Debt includes non-current borrowings, current borrowings, current maturities of non-current borrowings, lease liabilities and accrued interest
- (2) Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest - other adjustments like gain on sale of fixed assets, income from government grant and dividend income/share of profit from investment
- (3) Debt service = Interest and Lease Payments + Principal Repayments
- (4) Cost of Goods Sold = Cost of materials consumed + Changes in inventories of finished goods and work-in-progress
- (5) Net credit purchases consist of gross credit purchases minus purchase return (includes purchase of raw material, conversion charges, power and fuel, stores and spares)+ Other Expenses
- (6) Working capital = Current assets - Current liabilities
- (7) EBIT = Earnings before interest and taxes.
- (8) Capital Employed = Tangible net worth + Borrowings + Deferred tax liabilities
- (9) Income generated from investment consists of dividend/share of profit from investment and interest income generated from various investments.
- (10) Average investments include average of investments in fixed deposits and Other Investments (Unquoted)

47 DUES TO MICRO, SMALL AND ENTERPRISES

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each financial year: *		
– Principal*	919.38	509.03
– Interest	1.57	0.76
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during each financial year.	-	12.16
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006 #	6.76	11.18
The amount of interest accrued and remaining unpaid at the end of each financial year.	39.41	31.08
The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

*Includes amount payable to capital creditors amounting to ₹245.15 mn (March 31, 2025: ₹124.52 mn)

#The Company has not received any claim for interest from any supplier as at the balance sheet date.

The above information regarding micro enterprises and small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

48 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY

As per Section 135 of the Companies Act, 2013, a Company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The funds are allocated to the activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Gross amount required to be spent by the Company during the year	48.95	42.54
(ii) Amount of expenditure incurred	55.16	42.74
a) Construction/acquisition of any asset	1.90	7.51
b) On purpose other than (a) above	53.26	35.23
(iii) Shortfall at the end of the year	-	-
(iv) Total of previous years' shortfall	-	-
(v) Reason for shortfall	NA	NA

(vi) Nature of CSR activities: Promotion of education of underprivileged children, construction of sanitation facilities in rural schools, project related to environmental sustainability etc.

(vii) Details of related party transactions: Trust in which the Director is a trustee. Refer note 40

49 SEGMENT REPORTING

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Company is in the business of manufacture and sale of automobile/aerospace components, which in the context of Ind AS 108 'Segment Information' represents single reportable business segment. The entire operations are governed by the same set of risk and returns. Accordingly, these operations represent a single segment. The revenues, total expenses and net profit as per the standalone statement of profit and loss represents the revenue, total expenses and the net profit of the sole reportable segment.

(i) Geographical information

Geographic segmentation is based on business sourced from specific geographic regions. Other foreign countries comprises all other places except India, Europe and USA:

(a) Revenue from operations

Particulars	(Amount in ₹ mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
India	21,934.61	19,753.98
Europe	3,765.10	3,620.26
USA	3,068.74	2,652.07
Other foreign countries	2,213.25	1,160.54
Total	30,981.70	27,186.85

(b) Non-current assets

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
India	22,330.67	19,372.95
Total	22,330.67	19,372.95
Reconciling items:		
Non-current financial assets	2,114.68	1,721.29

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	(Amount in ₹ mn)	
	As at March 31, 2026	As at March 31, 2025
Income tax assets	109.39	54.62
Total non-current assets	24,554.74	21,148.86

50 DETAILS OF NON-CURRENT INVESTMENTS PURCHASED/ SOLD AND DETAILS OF GUARANTEES PROVIDED UNDER SECTION 186(4) OF THE COMPANIES ACT 2013.

Relationship	Entity	Nature of Transaction	Purpose/ proposed utilisation by recipient	As at March 31, 2026	As at March 31, 2025
Subsidiary	Fitwel Tools and Forgings Private Limited	Investment in Equity shares of ₹10/- each	Investment made by Sansera	201.65	201.65
Subsidiary	Sansera Engineering Pvt. Ltd., Mauritius	Investment in Equity shares of EUR 10/- each	Investment made by Sansera	206.52	206.52
Subsidiary	Sansera Engineering Pvt. Ltd., Mauritius	Investment in Preference shares of EUR 10/- each	Investment made by Sansera	666.58	666.58
Associate	MMRFIC Technology Private Limited	Investment in Equity shares of ₹10/- each	Investment made by Sansera	300.00	200.00
Associate	MMRFIC Technology Private Limited	Investment in Preference shares of Rs. 10/- each	Investment made by Sansera	250.00	100.00
Step down subsidiary	Sansera Sweden AB	Corporate Guarantee issued	Working Capital purposes	708.47	598.59
Subsidiary	Fitwel Tools and Forgings Private Limited	Comfort Letter issued	Borrowings and working capital facility	848.00	360.00
Associate	MMRFIC Technology Private Limited	Comfort Letter issued	Borrowings and working capital facility	100.00	100.00

51 ADDITIONAL REGULATORY INFORMATION:

- There are no transactions or balances with Companies which have been removed from the Register of Companies (Struck off Companies), during the year ended/as at March 31, 2026.
- The Company has not traded/invested in Cryptocurrency/Virtual currency.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

1999) and the Companies Act for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003)

g) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

52 The Company has used an accounting software for maintaining its books of account for the year ended March 31, 2026 which has feature of recording audit trail (edit log) facility and the same was enabled and operated throughout the year for all relevant transactions recorded in the software.

Additionally, the audit trail that was enabled and operated in respect of the accounting software used for maintaining books of accounts for the years ended March 31, 2024 and March 31, 2025 has been preserved by the Company as per statutory requirements for record retention except for the period April 01, 2024 to May 20, 2024 where the audit trail feature was not enabled by the Company.

53 During an internal review the Company identified financial transactions involving a former employee who was found to have engaged in forgery cheating, and misappropriation of funds amounting to ₹12.21 mn over the period June 2023 to May 2025. The individual committed these offences by forging the signatures of Company personnel on fabricated service invoices and unlawfully encashing the fraudulent documents. In response, the Company has initiated legal proceedings against the former employee and the associated vendor by filing a complaint with the police authorities in Bangalore. The Company conducted an internal assessment and also engaged an independent external agency to conduct a detailed investigation. The agency evaluated the scale of the fraudulent atrocities, identified the individuals involved, and reviewed related transactions to uncover any additional instances of potential fraud. The total financial impact of the misconduct was as mentioned above. Further, during the course of recovery, the Company has recovered ₹7.93 mn from the accused.

54 During the year ended March 31, 2026, on account of final dividend for financial year 2024-25, the Company has incurred a net cash outflow of ₹201.76 mn.

The Board of Directors, in their meeting held on May 21, 2026, recommended a final dividend of ₹4.00 per equity share for the financial year ended March 31, 2026. This payment is subject to the approval of shareholders in the AGM of the Company and if approved, would result in a net cash outflow of approximately ₹249.33 mn.

55 The Company evaluated all events or transactions that occurred after March 31, 2026 up through May 21, 2026, the date the standalone financial statements were authorized for issue by the Board of Directors. Based on this evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure in the standalone financial statements.

56 The audit committee has recommended and the Board of Directors of the Company have approved these standalone financial statements of the Company at their meetings held on May 20, 2026 and May 21, 2026 respectively.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

Monisha Parikh
Partner
(Membership No. 047840)

S Sekhar Vasan
Managing Director
DIN: 00361245

F R Singhvi
Joint Managing Director
DIN: 00233146

B R Preetham
Executive Director and Chief
Executive Officer
DIN: 03499506

Place: Bengaluru
Date: May 21, 2026

Place: Bengaluru
Date: May 21, 2026

Rajesh Kumar Modi
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To The Members of **Sansera Engineering Limited**

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of Sansera Engineering Limited (the "Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as the "Group") which includes the Group's share of profit in its associate, which comprise the Consolidated Balance Sheet as at 31 March 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Loss), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements / financial information of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2026, their consolidated profit and their consolidated other comprehensive loss, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	Revenue recognition (Refer Note 2 and note 29 to consolidated financial statements) The Group recognizes revenue as per Ind AS 115-Revenue from Contracts with Customers. The Group identifies the performance obligation and assesses the satisfaction of the performance obligation for the purpose of recognizing revenue. Sale of products forms a significant component of the total revenue where the revenue is recognized on transfer of control of the products to the end customer. The transfer of control is assessed based on the inco-terms agreed with the end customer.	Principal audit procedures performed included the following: - We have assessed the appropriateness of the Group's accounting policies for revenue recognition by comparing with the Indian accounting standards. - We have evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue in the correct accounting period.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Sr. No.	Key Audit Matter	Auditor's Response
	We consider cut off assertion of revenue recognition to be a key area of focus for our audit due to: - the existence of large number of contracts with the customers; and - value of the sales transactions at the period end and management's determination of the point of transfer of control for recognition of revenue.	- We performed the lead time analysis by between the customer location and dispatch location and subsequently arrived at the expected lead time for delivery. The same was used to identify exceptions or outliers (if any). - We tested on a sample basis, specific revenue transactions recorded before and after the financial year end date to assess whether the revenue is recognized in the correct financial period in which control is transferred.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- The Parent's Board of Directors is responsible for the other information. The other information comprises the Board's report, Management Discussion and Analysis, Corporate Governance Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. The Board's report, Management Discussion and Analysis, Corporate Governance Report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated
- When we read the Board's Report, Management Discussion and Analysis, Corporate Governance Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND BOARD OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to

the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive loss, consolidated cash flows and consolidated changes in equity of the Group including its associate in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associate and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of those respective Companies included in the Group and of its associate.

INDEPENDENT AUDITOR'S REPORT (Contd.)

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial

INDEPENDENT AUDITOR'S REPORT (Contd.)

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

OTHER MATTERS

- (a) We did not audit the financial statements / financial information of two subsidiaries, whose financial statements / financial information reflect total assets of Rs. 3,969.01 million as at 31 March 2026, total revenues of Rs. 2,781.42 million and net cash outflows amounting to Rs. 37.45 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- (b) The consolidated financial statements also include the Group's share of net profit of Rs. 4.09 million for the year ended 31 March 2026, as considered in the consolidated financial statements, in respect of one associate, whose financial information have not been audited by us. This financial information is unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, this financial information is not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements/ financial information of the subsidiaries referred to in the Other Matters section above we report, to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group including relevant records so far as it appears from our examination of those books, except in relation to compliance with the requirements of audit trail, refer paragraph (i)(vi) below.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Consolidated Other Comprehensive Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Parent Company as on 31 March 2026 taken on record by the Board of Directors of the Company and the reports of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the Parent and subsidiary company incorporated in India is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.

INDEPENDENT AUDITOR'S REPORT (Contd.)

- g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent Company and the subsidiary company, incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary company incorporated in India, the remuneration paid by the Parent Company and such subsidiary company, to their respective directors during the year is in accordance with the provisions of section 197 of the Act.
- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 39 to the consolidated financial statements;
 - ii) The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii) There were no amounts which were required to be transferred to the Investors Education and Protection Fund by the Parent Company, and its subsidiary company incorporated in India.
- iv) (a) The respective Managements of the Parent Company and its subsidiary which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the note 49(c) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent Company or any of such subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company or any of such subsidiary and associate ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Parent Company and its subsidiary which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us to the best of their knowledge and belief, as disclosed in the note 49(d) to the consolidated financial statements, no funds have been received by the Parent Company or any of such subsidiary and associate from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent Company or any of such subsidiary and associate shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

INDEPENDENT AUDITOR'S REPORT (Contd.)

- v) The final dividend proposed in the previous year, declared and paid by the Parent Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 53 to the consolidated financial statements, the Board of Directors of the Parent Company whose financial statements have been audited under the Act, has proposed final dividend for the year which is subject to the approval of the members of the Parent Company at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable. No dividend has been proposed, declared and paid by the subsidiary, which is a company incorporated in India, whose financial statements have been audited under the act

- vi) Based on our examination which included test checks and based on the auditor's report of its subsidiary company, incorporated in India whose

financial statements have been audited under the Act, the Parent Company and its subsidiary company have used an accounting software for maintaining their respective books of account for the financial year ended 31 March 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Parent Company and above referred subsidiary company incorporated in India as per the statutory requirements for record retention except for the period April 01, 2023 to May 20, 2024 where the audit trail feature was not enabled by the Parent and above referred subsidiary company incorporated in India.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of the subsidiary company included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, provided to us by the Management of the Parent Company, and based on the identification of matters of qualifications or adverse remarks in the CARO report by us, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said respective companies included in the consolidated financial statements except for the following:

Name of the company	CIN	Nature of relationship	Clause Number of CARO report with qualification or adverse remark
Sansera Engineering Limited	L34103KA1981PLC004542	Parent	Clause (xi)(a) and (xi)(b)
Fitwel Tools and Forgings Private Limited	U29220KA1983PTC005690	Subsidiary	Clause (ix)(a), (xi)(a), (xi)(b) and (xi)(c)

In respect of the following companies included in the consolidated financial statements of the Company, whose audit under section 143 of the Act has not yet been completed, the CARO report as applicable in respect of those entities are not available and consequently have not been provided to us as on the date of this audit report:

Name of the Company	CIN	Nature of relationship
MMRFIC Technology Private Limited	U72200KA2014PTC077359	Associate

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 008072S)

Monisha Parikh
Partner

(Membership No. 047840)
UDIN: 26047840FAAXXL9296
Place: Bengaluru

Date: 21/May/2026
Ref: MP/MS/VJ/2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as at and for the year ended 31 March 2026, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of Sansera Engineering Limited (hereinafter referred to as "the Parent Company") and its subsidiary company, which are companies incorporated in India, as of that date.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent, its subsidiary company, and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under

Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary company, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

OPINION

In our opinion to the best of our information and according to the explanations given to us, the Parent and its subsidiary

company, which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March 2026, based on the internal control with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm 's Registration No. 008072S)

Monisha Parikh
(Partner)
(Membership No.047840)
UDIN: 26047840FAAXXL9296

Place: Bengaluru
Date: 21 May 2026
Ref: MP/MS/VJ/2026

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2026

		(Amount in ₹ Mn)	
Particulars	Note	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3.a	20,719.57	17,780.47
Right-of-use assets	3.d	1,457.37	1,194.85
Capital work in progress	3.b	2,195.54	1,945.21
Goodwill	3.e	398.96	361.34
Other Intangible assets	3.c	41.17	39.64
Investments accounted for using the equity method	4.a	565.67	312.85
Financial assets			
(i) Investments	4.b	312.25	195.43
(ii) Loans	5	5.19	2.32
(iii) Other financial assets	6	359.02	312.36
Tax assets (net)	7.a	131.91	74.98
Other non-current assets	8	718.80	541.67
Total non-current assets		26,905.45	22,761.12
Current assets			
Inventories	9	6,712.10	5,010.40
Financial assets			
(i) Investments	10	17.93	9.29
(ii) Trade receivables	11	6,270.26	4,546.19
(iii) Cash and cash equivalents	12	1,036.65	515.10
(iv) Bank balances other than cash and cash equivalents	13	2,934.95	3,756.76
(v) Loans	14	21.07	32.76
(vi) Other financial assets	15	74.14	48.81
Other current assets	16	942.13	674.83
Assets classified as held for sale	17	32.08	-
Total current assets		18,041.31	14,594.14
Total assets		44,946.76	37,355.26
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	18	124.66	123.84
Other equity	19	30,749.05	27,379.14
Total equity attributable to owners of the Company		30,873.71	27,502.98
Non-controlling interests		201.23	173.37
Total equity		31,074.94	27,676.35
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	20	956.26	1,713.26
(ii) Lease liabilities	3.d	1,160.92	944.17
Provisions	21	34.80	44.86
Deferred tax liabilities (net)	22	938.30	801.26
Other non-current liabilities	23	457.53	457.94
Total non-current liabilities		3,547.81	3,961.49
Current liabilities			
Financial liabilities			
(i) Borrowings	24	3,619.47	1,283.68
(ii) Lease liabilities	3.d	174.88	129.27
(iii) Trade payables	25		
- Total outstanding dues of micro enterprises and small enterprises		688.02	422.38
- Total outstanding dues of creditors other than micro enterprises and small enterprises		4,744.91	3,201.00
(iv) Other financial liabilities	26	461.16	267.64
Other current liabilities	27	378.24	371.43
Provisions	28	243.03	23.20
Current tax liabilities (net)	7.b	14.30	18.82
Total current liabilities		10,324.01	5,717.42
Total equity and liabilities		44,946.76	37,355.26

Summary of material accounting policies

See accompanying notes forming part of the consolidated financial statements

2

As per our report of even date attached for **Deloitte Haskins & Sells**

for and on behalf of the Board of Directors of
Sansera Engineering Limited

Chartered Accountants
(Firm's Registration No.: 008072S)

CIN: L34103KA1981PLC004542

Monisha Parikh
Partner
(Membership No. 047840)

S Sekhar Vasan
Managing Director
DIN: 00361245

F R Singhvi
Joint Managing Director
DIN: 00233146

B R Preetham
Executive Director and Chief
Executive Officer
DIN: 03499506

Vikas Goel
Chief Financial Officer

Place: Bengaluru
Date: May 21, 2026

Place: Bengaluru
Date: May 21, 2026

Rajesh Kumar Modi
Company Secretary

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note	(Amount in ₹ Mn)	
		For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	29	34,979.17	30,167.51
Other income	30	594.54	202.56
Total Income		35,573.71	30,370.07
Expenses			
Cost of materials consumed	31	15,036.24	12,845.42
Changes in inventories of finished goods and work-in-progress	32	(500.98)	(431.91)
Employee benefits expense	33	4,887.06	4,426.63
Finance costs	34	377.37	700.04
Depreciation and amortisation expenses	35	2,058.57	1,738.08
Other expenses	36	9,236.00	8,179.81
Total expenses		31,094.26	27,458.07
Share of net profit of associate accounted for using the equity method, net of tax		4.09	7.94
Profit before exceptional items and tax for the year		4,483.54	2,919.94
Exceptional item	41	162.36	-
Profit before tax for the year		4,321.18	2,919.94
Tax expense:	38		
Current tax		928.68	642.32
Tax relating to earlier years		(16.59)	(1.05)
Deferred tax		140.49	109.86
Total tax expense		1,052.58	751.13
Profit for the year		3,268.60	2,168.81
Other Comprehensive Income/(Loss)			
Items not to be reclassified to profit or loss			
Re-measurement of the net defined benefit liability		(15.72)	(26.62)
Income tax relating to items not to be reclassified to profit or loss		3.93	7.27
Share of Other Comprehensive Income of an associate		(1.27)	(0.07)
Net other comprehensive income/(loss) not to be reclassified subsequently to profit or loss		(13.06)	(19.42)
Items that to be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		107.56	32.55
Income tax relating to items to be reclassified to profit or loss		(27.07)	(8.19)
Effective portion of gains/ (losses) in cash flow hedge		(105.64)	(7.70)
Income tax relating to items to be reclassified to profit or loss		26.59	1.94
Net other comprehensive income/(loss) to be reclassified subsequently to profit or loss		1.44	18.60
Other comprehensive income/(loss) for the year, net of income tax		(11.62)	(0.82)
Total Comprehensive Income for the year		3,256.98	2,167.99
Profit attributable to :			
Owners of the Company		3,240.88	2,151.64
Non-controlling interests		27.72	17.17
Total profit for the year		3,268.60	2,168.81
Other comprehensive income/(loss) attributable to:			
Owners of the Company		(11.76)	(3.86)
Non-controlling interests		0.14	3.04
Total other comprehensive income/(loss)		(11.62)	(0.82)
Total comprehensive income attributable to:			
Owners of the Company		3,229.12	2,147.78
Non-controlling interests		27.86	20.21
Total Comprehensive Income for the year		3,256.98	2,167.99
Earnings per equity share (face value of ₹2 each)			
Basic (in ₹)	37	52.09	37.41
Diluted (in ₹)	37	51.91	37.18

Summary of material accounting policies

See accompanying notes forming part of the consolidated financial statements

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

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Vikas Goel
Chief Financial Officer

Place: Bengaluru
Date: May 21, 2026

Place: Bengaluru
Date: May 21, 2026

Rajesh Kumar Modi
Company Secretary

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2026

(Amount in ₹ Mn)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flows from Operating activities			
Profit before tax (post exceptional items) including share of profit/(loss) of associate		4,321.18	2,919.94
Adjustments for:			
Depreciation and amortisation expenses	35	2,058.57	1,738.08
Income from government grants	29	(67.11)	(62.12)
Interest income	30	(233.33)	(161.76)
Fair value loss/(gain) on financial instruments at fair value through profit or loss		(0.63)	0.89
Loss/(gain) on disposal of property, plant and equipment, net	36	2.96	0.80
Unrealised foreign exchange (gain)/loss, net		6.82	41.22
Employee stock compensation expense	33	38.36	32.59
Finance costs	34	377.37	700.04
Share of profit from investment in Limited Liability Partnership (LLP)	30	(0.19)	(2.73)
Share of profit from investment in associate		(4.09)	(7.94)
Loss allowance on trade receivables	36	2.17	27.20
Miscellaneous income		(29.80)	-
Operating cash flows before changes in operating assets and liabilities		6,472.28	5,226.21
Changes in operating assets and liabilities:			
Decrease/(increase) in trade receivables		(1,578.00)	44.12
Decrease/(increase) in other financial assets and other assets		(396.60)	(174.64)
Decrease/(increase) in inventories		(1,701.70)	(821.29)
Increase/(decrease) in trade payables		1,806.91	66.75
Increase/(decrease) in other liabilities		(12.04)	64.33
Increase/(decrease) in provisions		253.39	10.56
Cash generated from operations		4,844.24	4,416.04
Income taxes paid, net		(973.54)	(650.45)
Net cash generated from operating activities (A)		3,870.70	3,765.59
Cash flows from Investing activities			
Payments towards purchase of property, plant and equipment		(5,113.22)	(5,906.96)
Payment towards Right-of-use assets		-	(31.93)
Payments towards purchase of intangible assets	3.c	(12.51)	(20.05)
Proceeds from disposal of property, plant and equipment		28.01	1.32
Investment in associate		(250.00)	(99.84)
Movement in fixed deposits, net	13	810.18	(3,611.75)
Investment in Limited Liability Partnership (LLP)		(116.82)	-
Interest received	30	247.84	118.81
Investment in Mutual Fund		(8.01)	-
Share of profit from investment in Limited Liability Partnership (LLP)	30	0.19	2.73
Net cash used in investing activities (B)		(4,414.34)	(9,547.67)
Cash flows from Financing activities			
Proceeds/(repayments) of non-current borrowings:			
Proceeds (refer note (i) below)		88.00	2,217.30
Repayments (refer note (i) below)		(678.87)	(3,577.38)

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)
(Amount in ₹ Mn)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
(Repayments)/proceeds of current borrowings, net (refer note (i) below)		2,064.78	(3,703.24)
Interest paid (refer note (i) below)		(314.74)	(650.35)
Payment of lease rentals (refer note (i) below)	3.d	(227.25)	(297.74)
Dividend payment		(201.76)	(161.99)
Shares issued on exercise of employee stock option		314.38	251.91
Shares issued pursuant to a Qualified Institutional Placement, (net of expenses)		-	11,755.69
Net cash generated from financing activities (C)		1,044.54	5,834.20
Net increase/(decrease) in cash and cash equivalents (A+B+C)		500.90	52.12
Cash and cash equivalents at the beginning of the year	12	515.10	486.35
Effect of exchange differences on translation of foreign currency cash and cash equivalents		20.65	(23.37)
Cash and cash equivalents at the end of the year (refer below)	12	1,036.65	515.10
For the purpose of statement of cash flows, cash and cash equivalents comprise the following:			
Cash on hand		0.26	0.44
Balances with banks - on current accounts		1,036.39	514.66
Cash and cash equivalents at the end of the year		1,036.65	515.10

The above Consolidated Statement of Cash Flows has been prepared under indirect method in accordance with Indian Accounting Standard (IND AS) 7 on "Statement of Cash Flows"

Note (i) Reconciliation of liabilities from financing activities:

Particulars	Opening balance	Cash flows		Non-cash movements			Closing balance
	April 01, 2025	Proceeds	Repayments	Reclassification	Additions (net)/ Accruals	Fair value changes/ Effect of foreign exchange differences	March 31, 2026
Non-current borrowings	2,437.59	88.00	(678.87)	(122.33)	-	101.49	1,825.88
Current borrowings*	545.05	2,064.78	-	122.33	-	7.03	2,739.19
Interest	14.30	-	(314.74)	-	311.10	-	10.66
Lease liabilities	1,073.44	-	(227.25)	-	367.36	122.25	1,335.80

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Opening balance	Cash flows		Non-cash movements			Closing balance
	April 01, 2024	Proceeds	Repayments	Reclassification	Additions (net)/ Accruals	Fair value changes/ Effect of foreign exchange differences	March 31, 2025
Non-current borrowings	3,771.48	2,217.30	(3,577.38)	(115.72)	-	141.91	2,437.59
Current borrowings *	4,239.51	(3,703.24)	-	115.72	-	(106.94)	545.05
Interest	11.93	-	(650.35)	-	652.72	-	14.30
Lease liabilities	895.60	-	(297.74)	-	419.63	55.95	1,073.44

*Current borrowings are disclosed net of proceeds/repayments.

Summary of material accounting policies

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

As per our report of even date attached for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

Monisha Parikh
Partner
(Membership No. 047840)

Place: Bengaluru
Date: May 21, 2026

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

S Sekhar Vasan
Managing Director
DIN: 00361245

B R Preetham
Executive Director and Chief Executive Officer
DIN: 03499506

Place: Bengaluru
Date: May 21, 2026

F R Singhvi
Joint Managing Director
DIN: 00233146

Vikas Goel
Chief Financial Officer

Rajesh Kumar Modi
Company Secretary

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

AS AT MARCH 31, 2026

A. Equity share capital

(Amount in ₹ Mn)

Equity shares of ₹2 each issued, subscribed and fully paid	No. of shares	Amount
As at April 01, 2025	6,19,21,831	123.84
Changes in Equity Share Capital due to prior period errors	-	-
Restated as at March 31, 2026	6,19,21,831	123.84
Add: Shares issued on exercise of employee stock options (refer note 42)	4,10,217	0.82
As at March 31, 2026	6,23,32,048	124.66
As at April 01, 2024	5,36,15,150	107.23
Changes in Equity Share Capital due to prior period errors	-	-
Restated as at March 31, 2025	5,36,15,150	107.23
Add: Shares issued on exercise of employee stock options (refer note 42)	5,84,674	1.17
Add: Shares issued pursuant to Qualified Institutional Placement (refer note 18)	77,22,007	15.44
As at March 31, 2025	6,19,21,831	123.84

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT MARCH 31, 2026 (Contd.)

B. Other equity

Particulars	Reserves and Surplus							(Amount in ₹ Mn)			
	Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding reserve	General reserve	Retained earnings	Foreign currency translation reserve	Other Comprehensive Income (OCI)	Attributable to owners of the Company	Non-Controlling Interests	Total Equity
As at April 01, 2025	8.17	13,742.72	0.55	115.60	138.52	13,332.36	46.98	(5.76)	27,379.14	173.37	27,552.51
Share-based payment to employees	-	-	-	38.46	-	-	-	-	38.46	-	38.46
Exercise of share options	-	403.35	-	(90.09)	-	-	-	-	313.26	-	313.26
Dividend (refer note 53)	-	-	-	-	-	(201.81)	-	-	(201.81)	-	(201.81)
Profit for the year	-	-	-	-	-	3,240.88	-	-	3,240.88	27.72	3,268.60
Other Comprehensive Income:	-	-	-	-	-	-	-	-	-	-	-
Remeasurement of the net defined benefit liability (Refer note below)	-	-	-	-	-	-	-	(13.20)	(13.20)	-	(13.20)
Exchange differences on translation of foreign operations	-	-	-	-	-	-	71.37	-	71.37	-	71.37
Effective portion of gains/ (losses) in cash flow hedge, net of tax	-	-	-	-	-	-	-	(79.05)	(79.05)	-	(79.05)
Transfer to retained earnings	-	-	-	-	-	(13.20)	-	-	-	0.14	0.14
As at March 31, 2026	8.17	14,146.07	0.55	63.97	138.52	16,358.23	118.35	(84.81)	30,749.05	201.23	30,950.28
Exercise of options	8.17	1,675.31	0.55	159.43	138.52	11,362.13	22.62	-	13,366.73	159.24	13,525.97
Exercise of share options	-	327.16	-	(76.42)	-	-	-	-	32.59	-	32.59
Issue of equity shares pursuant to Qualified Institutional Buyers pursuant to Qualified Institutional Placement	-	11,984.55	-	-	-	-	-	-	250.74	-	250.74
Share issue expenses	-	(244.30)	-	-	-	-	-	-	11,984.55	-	11,984.55
Dividend (refer note 53)	-	-	-	-	-	(161.99)	-	-	(161.99)	-	(161.99)
Profit for the year	-	-	-	-	-	2,151.64	-	-	2,151.64	17.17	2,168.81
Other Comprehensive Income:	-	-	-	-	-	-	-	-	-	-	-
Remeasurement of the net defined benefit liability (Refer note below)	-	-	-	-	-	-	-	(19.42)	(19.42)	-	(19.42)
Exchange differences on translation of foreign operations	-	-	-	-	-	-	24.36	-	24.36	-	24.36
Effective portion of gains/ (losses) in cash flow hedge, net of tax	-	-	-	-	-	-	-	(5.76)	(5.76)	-	(5.76)
Transfer to retained earnings	-	-	-	-	-	(19.42)	-	-	-	(3.04)	(3.04)
As at March 31, 2025	8.17	13,742.72	0.55	115.60	138.52	13,332.36	46.98	(5.76)	27,379.14	173.37	27,552.51

In accordance with Notification G.S.R 404(E), dated 06 April 2016, as included in amended Schedule III, the Company has recognised remeasurement of defined benefit plans amounting to (₹ 13.20) mn (March 31, 2025: (₹ 19.42) mn) as a part of retained earnings.

Summary of material accounting policies

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

As per our report of even date attached for **Deloitte Haskins & Sells** Chartered Accountants

(Firm's Registration No.: 008072S)

for and on behalf of the Board of Directors of
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Company Secretary

Place: Bengaluru
Date: May 21, 2026

Place: Bengaluru
Date: May 21, 2026

CORPORATE IDENTITY NUMBER (CIN): L34103KA1981PLC004542

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2026

GROUP OVERVIEW

Sansera Engineering Limited (the "Company" or "Parent Company") is a public company incorporated on 15 December 1981 under the provisions of the Companies Act, 1956 with its registered office and principal place of business in Bengaluru, Karnataka. The Company along with its subsidiaries Fitwel Tools and Forgings Private Limited, Sansera Sweden AB and Sansera Engineering Pvt. Ltd. Mauritius (together referred to as "Group") and its associate MMRFIC Technology Private Limited. is involved in the business of manufacture of auto components such as rocker arms, connecting rods, gear shifters, crank shafts, and aerospace components, radars and mm-wave sensors. It is also involved in providing services such as forging and other related services.

The Company is a public limited company incorporated and domiciled in India and has its registered office at Bengaluru, Karnataka, India and has offices in Sweden.

The consolidated financial statements were authorized for issuance by the Company's Board of Directors on 21 May 2026.

1. BASIS OF PREPARATION

a. Statement of compliance

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

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. Principles of consolidation

The consolidated financial statements include the results of the following components:

S. No.	Name of the Entity	Country of incorporation	Nature	Effective group shareholding % FY 25-26	Effective group shareholding % FY 24-25
1	Fitwel Tools and Forgings Private Limited	India	Subsidiary	70	70
2	Sansera Sweden AB	Sweden	Subsidiary	100	100
3	Sansera Engineering Pvt. Ltd., Mauritius	Mauritius	Subsidiary	100	100
4	MMRFIC Technology Private Limited	India	Associate	47.87	29.60

c. Basis of consolidation

Business combinations (other than common control business combinations)

In accordance with Ind AS 103, the Group accounts for these business combinations using the acquisition method when control is transferred to the Group. The consideration transferred for the business combination is generally measured at fair value as at the date the control is acquired (acquisition date), as are the net identifiable assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in Other Comprehensive Income and accumulated in equity as capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise the gain is recognised directly in equity as capital reserve. Transaction costs are expensed as incurred, except to the extent related to the issue of debt or equity securities.

In accordance with Appendix C to Ind AS 103 on Business combinations of entities under common control, the Group accounts for these business combinations using the pooling of interest method as per

the guidance provided under Appendix C to Ind AS 103. The consolidated financial statements in respect of prior periods are restated as if the combination had occurred from the beginning of the

preceding period in the consolidated financial statements, irrespective of the actual date of the combination. All the assets and liabilities including have been recorded at their existing carrying amounts.

Subsidiary companies

Subsidiary companies are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to

direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealized gain / loss on transactions between group companies are eliminated. The financial statements are prepared by applying uniform policies in use at the Group.

Non- controlling interests (NCI)

NCI in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively. NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. The parent company's portion of equity in such subsidiary is determined on the basis of book values of assets and liabilities as per the financial statements of the subsidiary as on the date of the investment.

Associate company

An associate is an entity over which the investor has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control of those policies. The Group consolidates the associate under equity method as per Ind AS 28. The equity method is a method of accounting whereby the investment is initially recognised at cost and adjusted thereafter for the post-acquisition change in the investor's share of the investee's net assets

d. Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupees (INR), which is also the functional currency of the Company, and the presentation currency considered for the Group. The functional currency of the subsidiaries operations in Mauritius is Euro and that of its operations in Sweden is Swedish Krona (SEK).

For the purposes of presenting the consolidated financial statements assets and liabilities of Group's foreign operations with functional currency different from the Company are translated into Company's functional currency i.e., INR using exchange rates prevailing at the end of each reporting period. Income

and expense items are translated at the average exchange rates for the period, unless exchange rates

Basis of preparation (Continued)

fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any are recognised in other comprehensive income and accumulated in equity.

On the disposal of foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to the consolidated statement of profit and loss.

All amounts have been rounded off to the nearest millions, unless otherwise indicated.

e. Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following items:

- Derivative instruments at fair value;
- Net defined benefit (asset)/liability at fair value of plan assets less present value of defined benefit obligations;
- Current investments at fair value through consolidated statement of profit and loss; and
- Share based payment transactions at fair value.

f. Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in lease classification.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending ended 31 March 2024 is included in the following notes:

- Note 2.1, 2.2, 3.a and 3.c - Depreciation and amortisation method and useful lives of items of property, plant and equipment and intangibles assets;
- Note 3.a – Impairment of property, plant and equipment;
- Note 38 – Recognition of deferred tax assets/liabilities;
- Note 33 and 41 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 43 – Impairment of financial assets;
- Note 47 – Impairment of goodwill; and
- Note 25 and 43 – Derivative contracts at fair value.

g. Measurement of fair values

Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). The derivative contracts are valued using market approach, determined using forward exchange rates as at the balance sheet date.

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group

recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above. This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Note 42 – Employee stock options; and
- Note 43 – Financial instruments;

2. MATERIAL ACCOUNTING POLICIES

2.1 Property, plant and equipment

i. Recognition and measurement

Property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the consolidated statement of profit or loss.

Borrowing costs directly attributable to the acquisition/ construction of the qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as expense in the consolidated statement of profit and loss in the period in which they are incurred.

ii. Depreciation methods, estimated useful lives and residual values

Depreciation is provided on a Straight-Line Method ("SLM") over the useful life of property, plant and equipment as prescribed under Part C of Schedule II of the Companies Act, 2013. In case of second-hand assets purchased, the useful life considered is based on the remaining useful life of such asset determined based on technical evaluation and its proposed use. Depreciation for assets purchased/sold during a period is proportionately charged. The useful lives for property, plant and equipment are as follows:

Asset category	Estimated useful life (in years)
Building	30
Plant and machinery	5-25
Furniture and fixtures	10
Vehicles	8
Office equipment	5
Electrical installations	10
Computer (including software)	3-6

Freehold land is not depreciated.

2.2 Business combination, Goodwill and Intangible assets

Business combinations, other than through common control transactions, are accounted for using the purchase (acquisition) method in accordance with Ind AS 103, Business Combinations. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued, and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

Business combinations through common control transactions are accounted on a pooling of interests

method. Transaction costs incurred in connection with a business combination are expensed as incurred.

(i) Goodwill:

The excess of the cost of acquisition over the Group's share in the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities is recognized as goodwill. Any goodwill that arises is tested annually for impairment.

(ii) Customer relationships:

Ind AS 103 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets. These valuations are conducted by independent valuation experts. Such intangible assets are subsequently measured at cost less accumulated amortisation and accumulated impairment losses. The estimated useful life for customer relationship is expected to be 7 years. The residual values, useful lives and method of amortisation of intangible assets are reviewed at each financial year end and adjusted if appropriate.

(iii) Other Intangibles:

Intangible assets purchased are measured at cost less accumulated amortisation and accumulated impairment, if any. Intangible assets are amortised in the consolidated statement of profit and loss over their estimated useful life of 3 years on a straight-line basis.

2.3 Inventories

i. Inventories are measured at the lower of cost and net realisable value (NRV). Cost comprises purchase price and all expenses incurred in bringing the inventory to its present location and condition. Cost has been determined as follows:

Raw material, stores and spares	: on weighted average basis
Work in progress	: includes cost of conversion
Finished goods	: includes cost of conversion

ii. Fixed production overheads are allocated on the basis of normal capacity of production facilities. The comparison of cost and NRV is made on an item-by-item basis. Spare parts that meet

the definition of asset are capitalised at their respective carrying amounts. The NRV of work-in-progress is determined with reference to NRV of related finished goods.

- iii. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their NRV.
- iv. Provision for inventory obsolescence is assessed periodically and is provided as considered necessary.

2.4 Revenue recognition

The Group recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. A 5-step approach is used to recognise revenue as below:

Step 1: Identify the contract(s) with a customer;

Step 2: Identify the performance obligation in contract;

Step 3: Determine the transaction price;

Step 4: Allocate the transaction price to the performance obligations in the contract; and

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

Revenue is recognised upon transfer of control of goods or services to buyer in an amount that reflects the consideration which the Group expects to receive in exchange for those goods or services.

Sale of products is adjusted net of Goods and Service tax, returns, trade discounts, and volume rebates.

Service income is recognized when the related services are rendered unless significant future contingencies exist.

Export incentives are recognised in the consolidated statement of profit and loss when the right to receive credit as per the terms of the entitlement is established in respect of export made.

Dividend income is recognised in the consolidated statement of profit and loss on the date on which the right to receive payment is established.

Interest on the deployment of funds is recognised using the time-proportion method, based on underlying interest rates.

2.5 Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the consolidated statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the consolidated statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the consolidated statement of profit and loss on a net basis within other gains/ (losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the exchange rate in effect at the balance sheet date.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through consolidated statement of profit and loss.

2.6 Government Grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Grants related to assets are government grants whose primary condition is that an entity qualifying for them should purchase, construct or otherwise acquire long-term assets. Grants related to income are government grants other than those related to assets.

Government grants relating to an expense item are recognized in the consolidated statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented as a deduction in reporting the related expense. The presentation approach is applied consistently to all similar grants.

Government grants relating to the purchase of property, plant and equipment are included in liabilities as deferred income and are credited to the consolidated statement of profit and loss over the periods and in proportions in which depreciation expense on those assets is recognized.

Income from export incentives are recognized in the consolidated statement of profit and loss when the right to receive credit as per the terms of the entitlement is established in respect of exports made and disclosed as other operating revenues.

Income from government incentives (other than export incentive) are recognized in the consolidated statement of profit and loss when the right to receive credit as per the terms of the entitlement and disclosed as a reduction to the related expenses.

2.7 Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

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

The Group recognises a right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date and a lease liability at the lease commencement date. The cost of

the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-

of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the consolidated statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and a charge or credit to the consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

Lease payments associated with following leases are recognised as expense on straight-line basis:

- (i) Low value leases; and
- (ii) Leases which are short-term

2.8 Financial instruments

i. Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and liabilities

are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

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

ii. Classification and subsequent measurement

Financial assets

Cash and cash equivalents

Cash and cash equivalents include cash on hand, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash, and which are subject to an insignificant risk of changes in value.

Financial assets carried at amortised cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss (FVTPL). This includes all derivative assets and current investments.

Financial liabilities

Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense and are recognised in consolidated statement of profit and loss. Other financial liabilities are subsequently carried at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in the consolidated statement of profit and loss.

Derivative Instruments

- The Group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank. These derivative instruments are recorded at fair value on every reporting date with changes being accounted in consolidated statement of profit and loss.
- Cash flow hedges Changes in the fair value of the derivative hedging instruments designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the consolidated statement of income and reported within foreign exchange gains/(losses), net, within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging

Material accounting policies (continued)

reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the consolidated statement of income upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is immediately recognized in the consolidated statement of income.

- c. Others Changes in fair value of foreign currency derivative instruments neither designated as cash flow hedges nor hedges of net investment in foreign operations are recognized in the consolidated statement of income and reported within foreign exchange gains/(losses), net within results from operating activities. Changes in fair value and gains/(losses), net, on settlement of foreign currency derivative instruments relating to borrowings, which have not been designated as hedges are recorded in finance expenses.

ii. Derecognition

Financial assets

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

Financial liabilities

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

2.9 Impairment

i. Impairment of financial assets

The Group recognises loss allowances for expected credit losses (ECL) on financial assets measured at amortised cost.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant

increase in credit risk since initial recognition, then the Group reverts to recognizing impairment loss allowance based on 12 months ECL.

ii. Impairment of non - financial assets

A cash-generating unit (CGU) is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

The Group's non-financial assets, other than inventories and deferred tax assets, are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognised in the consolidated statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed in the

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consolidated statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

2.10 Employee benefits

i. Defined benefit plan

Gratuity

The Group's gratuity plan is a defined benefit plan. The present value of obligation under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plan is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the consolidated balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Compensated absences

The employees of the Group are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absence and utilise it in future periods or receive cash compensation at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absence as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. The calculation of the Group's obligation is performed annually by an independent actuary using the projected unit credit method as at the balance sheet date.

Non-accumulating compensated absences are recognised in the period in which the absences occur.

The Group recognizes actuarial gains and losses immediately in the consolidated statement of profit and loss.

ii. Defined contribution plan

Provident fund

Provident fund is a post-employment benefit plan under which it makes specified monthly contribution towards Government administered provident fund scheme. Obligations for contributions to defined contribution plan are recognised as an employee benefit expense in the consolidated statement of profit and loss during the period in which the related services are rendered by the employees.

iii. Share-based payment transactions

Employees of the Group receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant. The expense is recognised in the consolidated statement of profit and loss with a corresponding increase in equity over the period that the employees unconditionally become entitled to the award. The equity instruments generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such grants. The stock compensation expense is determined based on the Group's estimate of equity instruments that will eventually vest.

2.11 Taxes

Current income tax

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

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken

in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

2.12 Earnings per share

The basic earnings per share is calculated by dividing the net profit for the year attributable to the owners of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the profit for the year for the year attributable to the owners of the Group by the weighted average number of equity shares outstanding during the year, after adjustment for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each year presented. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

2.13 Cash flow statement

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

2.14 Provisions and contingencies

A provision is recognised when an enterprise has a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated. Provisions are determined by discounting the expected future cash flows to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions for onerous contracts, i.e., contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are

recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a best estimate of such obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

2.15 Assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

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Assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded met only when the assets are available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset,
- An active program to locate a buyer and complete the plan has been initiated (if applicable),
- The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Assets and liabilities classified as held for sale are presented separately from other items in the balance sheet.

2.16 Segment reporting

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, Managing Directors of the Group has been identified as the Chief Operating Decision Maker (CODM). The CODM evaluates the Group's performance and allocates resources based on single segment approach and accordingly, information has been presented.

2.17 Recent accounting pronouncements

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

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. 1 April 2025. The Group has reviewed the amendment and based on its evaluation

has determined that it does not have any significant impact in its Standalone Financial Statements.

In August 2025, MCA notified the following amendments to:

- (i) Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1 April 2025 -The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The amendments to the classification of current and non-current liabilities have been assessed at the Group level and the details of the impact are disclosed in Note 20 to the consolidated financial statements.
- (ii) Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments - Disclosures, applicable w.e.f. 1 April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its Consolidated Financial Statements.
- (iii) Ind AS 12, Income Taxes - International Tax Reform - Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its Consolidated Financial Statements.

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3.A PROPERTY, PLANT AND EQUIPMENT

Particulars	Owned Property, plant and equipment										
	Land # (1)	Buildings (2)	Plant and machinery (3)	Furniture and fixtures (4)	Vehicles (5)	Office equipment (6)	Electrical installations (7)	Computers (8)	Leasehold improvements (9)	Leasehold land ##	Total
Gross Carrying Amount											
At April 01, 2024	654.67	2,385.49	17,045.02	77.10	205.15	79.69	828.36	124.94	211.62	2.01	21,614.05
Additions	1,070.43	450.14	2,999.88	16.60	2.83	6.44	149.82	44.33	-	-	4,740.47
Disposals	-	-	(34.41)	(0.22)	(14.56)	(0.89)	(1.35)	(0.84)	-	-	(52.27)
Effect of foreign exchange differences	-	-	60.50	0.73	13.98	4.41	0.49	19.25	19.58	-	118.94
At March 31, 2025	1,725.10	2,835.63	20,070.99	94.21	207.40	89.65	977.32	187.68	231.20	2.01	26,421.19
Additions	284.80	391.40	3,924.99	12.63	4.00	6.68	125.63	33.24	-	0.66	4,784.03
Disposals	-	-	(64.37)	-	(13.73)	-	-	(0.17)	-	-	(78.27)
Effect of foreign exchange differences	-	-	90.02	1.93	-	1.67	-	3.50	40.59	-	137.70
At March 31, 2026	2,009.90	3,227.03	24,021.63	108.77	197.67	98.00	1,102.95	224.25	271.79	2.67	31,264.65
Accumulated Depreciation											
At April 01, 2024	-	360.59	5,923.28	42.04	79.63	49.17	383.36	75.21	75.64	-	6,988.92
Charge for the year	-	92.62	1,373.30	6.46	23.23	8.33	78.08	32.95	10.03	-	1,625.00
Disposals	-	-	(33.14)	(0.22)	(13.71)	(0.89)	(1.35)	(0.84)	-	-	(50.15)
Effect of foreign exchange differences	-	-	31.75	-	14.00	3.82	0.47	19.25	7.66	-	76.95
At March 31, 2025	-	453.21	7,295.19	48.28	103.15	60.43	460.56	126.57	93.33	-	8,640.72
Charge for the year	-	105.81	1,613.18	7.01	21.95	8.86	90.11	36.64	12.00	-	1,895.56
Disposals	-	-	(32.26)	-	(12.80)	-	-	(0.16)	-	-	(45.22)
Effect of foreign exchange differences	-	-	29.21	3.86	(0.00)	0.43	(0.00)	3.47	17.06	-	54.02
At March 31, 2026	-	559.02	8,905.32	59.15	112.30	69.72	550.67	166.52	122.39	-	10,545.08
Carrying Amount (net)											
At March 31, 2026	2,009.90	2,668.01	15,116.31	49.62	85.37	28.28	552.28	57.73	149.40	2.67	20,719.57
At March 31, 2025	1,725.10	2,382.42	12,775.80	45.93	104.25	29.22	516.76	61.11	137.87	2.01	17,780.47

Notes:

- #(a) It includes land of 60,786.60 square meter allocated by Karnataka Industrial Area Development (KIADB) at Plot no. 48, 2nd Phase, Sector - 2, Bidadi Industrial Area for a period of 10 years w.e.f. August 08, 2014 to the Parent Company.
- (b) Karnataka Industrial Area Development Board (KIADB) has allotted land measuring 2,025 square meter at Plot no. 143-B-8 Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099, Karnataka on a lease cum sale basis for a period of 11 years w.e.f. September 07, 1999 and 1,058 square meter at Plot no. 143-B-8-Part Bommasandra Industrial Area, Hebbagodi Village, Attibele Hobli, Anekal Taluk, Bengaluru 560099, Karnataka on a lease cum sale basis for a period of 11 years w.e.f. May 29, 2001 with specified terms and conditions to be complied with by each party. KIADB has alleged / contended that as per the terms and conditions of Clause 2(r)(ii) of the Lease Cum Sale Agreement dated January 17, 2000, the original allottee should hold minimum 51% shares in the Company till the execution of the sale deed and in view of there being a violation of the said clause by Sansera Engineering Limited (Sansera), they have issued a demand notice No. KIADB / HO / Allot / Secy - 3/ 12680 / 6102 / 19-20 dated July 29, 2019 calling upon Sansera to remit an additional sum of ₹5,383,798. Challenging the said demand, Sansera has filed Writ Petition seeking quashing of the said demand and also directions to execute the sale deed. The High Court of Karnataka in it's order dated September 18, 2024, partially allowed the writ petition wherein notice dated July 29, 2019 was quashed and KIADB was directed to issue a fresh demand notice within a period of 30 days. Sansera awaits the revised demand from KIADB as on March 31, 2026.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Karnataka Small State Industrial Development Corporation (KSSIDC) has allotted land of 4,257 square meter at Unit No. 5, KHT Complex, Antarasanahalli, Tumkur, Karnataka on a lease cum sale basis for a period of 4 years w.e.f. January 08, 1987, with specified terms and conditions to be complied with by each party. Subsequently, KSSIDC failed to comply with the terms of the agreement, hence the Fitwel Tools and Forgings Private Limited (Fitwel) retained possession of the land. Pursuant to the communications with the KSSIDC, Fitwel has paid an amount of ₹2.01 mn as consideration for the land, which has been capitalised. As at the balance sheet date, negotiations are in progress and Fitwel awaits the final approval of KSSIDC with respect to registration of the land in its name.

Refer note 20 for details of charge over the Groups's property, plant and equipment for the borrowings taken by the Group.

3a. There are no proceedings which have been initiated during the year or pending against the Group as at March 31, 2026 for holding any benami property under Benami Transactions (Prohibition) Act, 1988.

3b. There were no revaluation of property, plant and equipment during financial year 2025-26 and 2024-25.

3.B CAPITAL-WORK IN PROGRESS (CWIP) AGING SCHEDULE

(Amount in ₹ Mn)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
As at March 31, 2026	1,660.58	507.67	19.10	8.19	2,195.54
As at March 31, 2025	1,849.49	82.47	4.89	8.36	1,945.21

The Group has a dedicated facility in Bengaluru for machine building and machine design with special purpose machines being manufactured in-house. Special purpose machines are customised machines deployed to automate industrial processes to ensure high productivity. Machinery component required for machine building process are included in capital work-in-progress.

There are no projects which are under suspension. With regard to the ongoing projects there are no projects where completion is overdue or has exceeded the cost as compared to its original plan, considering amendments as may be approved. The projects in-progress for more than 3 years represent components which would be commonly used across various special purpose machines being manufactured in-house.

3.C OTHER INTANGIBLE ASSETS

(Amount in ₹ Mn)

Particulars	Owned intangible assets		Total
	Customer relationship	Computer Software	
Gross Carrying Amount			
At April 01, 2024	34.94	87.66	122.60
Additions	-	20.05	20.05
Disposals	-	-	-
At March 31, 2025	34.94	107.71	142.65
Reclassification	-	-	-
Additions	-	12.51	12.51
Disposals	-	-	-
At March 31, 2026	34.94	120.22	155.16
Accumulated Amortisation			
At April 01, 2024	34.94	58.07	93.01
Reclassification	-	-	-
Amortisation for the year	-	10.00	10.00
Disposals	-	-	-
At March 31, 2025	34.94	68.07	103.01

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Owned intangible assets		(Amount in ₹ Mn)
	Customer relationship	Computer Software	Total
Reclassification	-	-	-
Amortisation for the year	-	10.98	10.98
Disposals	-	-	-
At March 31, 2026	34.94	79.05	113.99
Carrying Amount (net)			
At March 31, 2026	-	41.17	41.17
At March 31, 2025	-	39.64	39.64

3.c. (i) There were no revaluation of Intangible assets during financial year 2025-26 and 2024-25.

3.D RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

i) Following are the changes in the carrying value of right-of-use assets:

Particulars	(Amount in ₹ Mn)			
	Leasehold Land	Leased Buildings	Vehicle	Total
At April 01, 2024	148.10	693.76	-	841.86
Additions	251.84	106.22	46.18	404.24
Deletion	-	-	-	-
Depreciation	(9.02)	(91.68)	(2.36)	(103.06)
Remeasurement	-	-	-	-
Effect of foreign exchange differences	-	51.81	-	51.81
At March 31, 2025	390.92	760.11	43.82	1,194.85
Additions	-	205.19	65.82	271.01
Deletion	-	-	(2.89)	(2.89)
Depreciation	(12.76)	(124.01)	(15.26)	(152.03)
Remeasurement	-	38.73	-	38.73
Effect of foreign exchange differences	-	107.70	-	107.70
At March 31, 2026	378.16	987.72	91.49	1,457.37

ii) The following is the movement in lease liabilities:

Particulars	(Amount in ₹ mn)			
	Leasehold Land	Leased Buildings	Vehicle	Total
At April 01, 2024	135.94	759.66	-	895.60
Additions	231.89	94.27	46.15	372.31
Finance cost accrued during the year	11.61	34.60	1.11	47.32
Deletions	-	-	-	-
Payments	(169.10)	(125.64)	(3.00)	(297.74)
Remeasurement	-	-	-	-
Effect of foreign exchange differences	-	55.95	-	55.95
At March 31, 2025	210.34	818.84	44.26	1,073.44
Additions	-	199.52	65.82	265.34
Finance cost accrued during the year	17.14	43.12	6.01	66.27
Deletions	-	-	(3.00)	(3.00)
Payments	(29.09)	(169.29)	(28.87)	(227.25)
Remeasurement	-	38.73	-	38.73
Effect of foreign exchange differences	-	122.27	-	122.27
At March 31, 2026	198.39	1,053.19	84.22	1,335.80

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

iii) The following is the break-up of current and non-current lease liabilities:

(Amount in ₹ mn)		
Particulars	As at March 31, 2026	As at March 31, 2024
Current lease liabilities	174.88	129.27
Non-current lease liabilities	1,160.92	944.17
Total	1,335.80	1,073.44

iv) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Less than one year	217.18	163.14
One to five years	725.80	505.28
More than five years	912.61	839.53
Total lease liabilities	1,855.59	1,507.95
Less: Implicit interest	519.79	434.51
Lease liabilities included in the Balance sheet	1,335.80	1,073.44

v) Amount recognised in the consolidated statement of profit and loss:

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Depreciation on right-of-use assets	152.03	103.06
Interest on lease liabilities	66.27	47.32
Low value lease rentals (included with rent, classified under other expenses)	13.25	7.99

vi) Amount recognised in the consolidated statement of cash flows:

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Cash outflows for leases	227.25	297.74
Total	227.25	297.74

3.E GOODWILL

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount at the beginning of the year	361.34	343.28
Effect of foreign exchange differences	37.62	18.06
Carrying amount at the end of the period	398.96	361.34

Note: For details of impairment tests for goodwill refer note 47.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

4.A INVESTMENT ACCOUNTED FOR USING THE EQUITY METHOD

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
MMRFIC Technology Private Limited		
<i>Investment in equity instruments</i>	300.00	200.00
(366,044 (March 31, 2025: 237,530) equity shares of ₹1 each fully paid up)		
<i>Investment in preference shares</i>		
37,310 (March 31, 2025: Nil) Series A1 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	50.00	-
55,970 (March 31, 2025: Nil) Series A2 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	75.00	-
55,970 (March 31, 2025: Nil) Series A3 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	75.00	-
37,310 (March 31, 2025: 37,310) Series A4 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	50.00	50.00
Nil (March 31, 2025: 37,310) Series A5 Compulsorily Convertible Preference Shares of ₹100 each fully paid up	-	50.00
Share of profit for the year ended March 31, 2024	5.06	5.06
Share of profit for the year ended March 31, 2025	7.78	7.78
Share of profit for the period ended March 31, 2026	2.82	-
Total	565.67	312.84

4.B INVESTMENTS (NON-CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted (Measured at fair value through other comprehensive income)		
<i>Partner contribution</i>		
Clean Max Vega Power LLP	312.25	195.43
26% (March 31, 2025: 26%)		
Total	312.25	195.43

Name of the Partners	As at March 31, 2026		As at March 31, 2025	
	Monetary Value of Contribution (Amount in ₹ Mn)	Contribution Ratio	Monetary Value of Contribution (Amount in ₹ Mn)	Contribution Ratio
Clean Max Enviro Energy Solutions Private Limited	888.71	74.00%	556.23	74.00%
Sansera Engineering Limited	312.25	26.00%	195.43	26.00%
Kuldeep Jain [#]	-	0.00%	-	0.00%
Total Capital	1,200.96	100.00%	751.66	100.00%

[#]₹10 (March 31, 2025: ₹10) not presented above due to rounding off to nearest ₹ in mn.

Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	312.25	195.43
Aggregate amount of impairment in investments	-	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

5 LOANS (NON-CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good, at amortised cost		
Loans to the Directors of subsidiary Company*	0.93	1.13
Loans to employees	4.26	1.19
Total	5.19	2.32
Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
*Total Loans to Directors of subsidiary Company	1.54	5.86%
Current portion	0.61	2.32%
Non current portion	0.93	3.54%

6 OTHER FINANCIAL ASSETS (NON-CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Security deposits - Unsecured, considered good	346.73	302.95
Bank deposits with more than 12 months maturity *	12.29	9.41
Total	359.02	312.36

*Represents deposits pledged against bank guarantees and letter of credits provided by the bank.

7.A CURRENT TAX ASSETS (NET)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Advance tax and tax deducted at source, net of provision for tax of ₹5,045.32 mn (As on March 31, 2025 ₹4,145.17 mn)	131.91	74.98
Total	131.91	74.98

7.B CURRENT TAX LIABILITIES (NET)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Provision for tax, net of advance tax and tax deducted at source of ₹601.05 mn (As on March 31, 2025 ₹500.24 mn)	14.30	18.82
Total	14.30	18.82

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

8 OTHER NON-CURRENT ASSETS

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	685.09	511.88
Duty paid under protest	21.21	15.82
Prepayments	12.50	13.97
Total	718.80	541.67

9 INVENTORIES (VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials *	2,794.17	1,677.47
Work-in-progress	1,912.33	1,646.03
Finished goods **	1,563.55	1,327.35
Stores and spares	442.05	359.55
Total	6,712.10	5,010.40

*Includes stock of assembled components & inwards stock in transit of ₹195.48 mn (March 31, 2025: nil).

**Includes stock in transit of ₹194.19 mn (March 31, 2025: ₹195.28 mn).

- a) Amount of inventories recognized as an expense is ₹216.96 mn (Financial year 2024-25: ₹14 mn)
- b) Write-down of the inventories to net realisable value amounted to ₹5 mn (Financial year 2024-25: ₹2 mn). These were recognized as an expense during the year and included in note 31 and 32 in the Consolidated Statement of Profit and Loss.

The mode of valuation of inventories has been stated in note 2.3

10 CURRENT INVESTMENTS

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Quoted equity shares		
Equity shares at fair value through Statement of Profit and Loss		
800 (March 31, 2025: 800) equity shares of ₹10 each fully paid up of Maruti Suzuki India Limited	9.92	9.29
Investment in mutual fund at FVTPL- Quoted		
87,733.41 (March 31, 2025: Nil) units of ICICI Prudential Short Term Fund-Direct Plan	6.00	-
527.91 (March 31, 2025: Nil) units of SBI Low Duration Fund Direct Growth	2.01	-
Total	17.93	9.29
Aggregate amount of quoted investments	17.93	9.29
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment in investments	-	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

11 TRADE RECEIVABLES

(Amount in ₹ Mn)

Particulars	As at March 31, 2026	As at March 31, 2025
Considered good - Secured	-	-
Considered good - Unsecured	6,311.01	4,586.64
Trade Receivables which have significant increase in credit risk	-	-
Credit Impaired	-	25.93
Total	6,311.01	4,612.57
Less: Loss allowance on receivables	(40.75)	(66.38)
Trade receivables	6,270.26	4,546.19

The Group's exposure to credit and currency risk, and loss allowances related to trade receivables are disclosed in note 44.

Trade receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2026							
(i) Undisputed Trade receivables - considered good	4,696.10	1,443.86	87.36	47.58	2.50	33.61	6,311.01
(ii) Undisputed Trade Receivables - which have significant increase in credit risk"	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	4,696.10	1,443.86	87.36	47.58	2.50	33.61	6,311.01
Less: Loss allowance on receivables							(40.75)
Trade receivables							6,270.26
As at March 31, 2025							
(i) Undisputed Trade receivables - considered good	3,400.59	1,058.23	85.45	3.51	38.09	0.77	4,586.64
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(iii) Undisputed Trade Receivables - credit impaired	-	25.40	0.53	-	-	-	25.93
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total	3,400.59	1,083.63	85.98	3.51	38.09	0.77	4,612.57
Less: Loss allowance on receivables							(66.38)
Trade receivables							4,546.19

(a) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person.

(b) Trade receivables are non-interest bearing and are generally on terms of 15 to 120 days.

12 CASH AND CASH EQUIVALENTS

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Balance with banks in current accounts*	1,036.39	514.66
Cash on hand	0.26	0.44
Total	1,036.65	515.10

*Includes balance in unspent CSR Account of ₹2.02 mn as at March 31, 2026 (March 31, 2025: ₹0.02 mn).

13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Bank deposits within 12 months maturity *	2,934.95	3,756.76
Total	2,934.95	3,756.76

* Includes certain deposits amounting to ₹33.55 mn (March 31, 2025: ₹15.35 mn) pledged against bank guarantees and letter of credits provided by the bank.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

14 LOANS (CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good, at amortised cost		
Loans to the Directors of subsidiary Company (refer note 5 and note 40)	0.61	0.80
Loans to employees	20.46	31.96
Total	21.07	32.76

15 OTHER FINANCIAL ASSETS (CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Unbilled revenue*	71.72	30.93
Others	2.42	17.88
Total	74.14	48.81

* Unbilled revenue comprises revenue recognized in excess of invoiced amounts arising from raw material price increases or price adjustments related to tariffs, where the Group has an unconditional right to receive consideration. It also includes tooling income where the Group has fulfilled its performance obligations and has an unconditional right to consideration for the work performed. The ageing of unbilled revenue is within 0–180 days as at March 31, 2026 and March 31, 2025.

16 OTHER CURRENT ASSETS

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Duty drawback receivables	44.34	46.77
Advance to suppliers	230.87	297.07
Fund balance related to compensated absences and gratuity (refer note 41)	-	59.34
Balances payable to government authorities	525.93	169.21
Prepayments	140.99	102.44
Total	942.13	674.83

17 ASSETS CLASSIFIED AS HELD FOR SALE

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Land and Building	32.08	-
Total	32.08	-

During the year, Fitwel Tools and Forgings Private Limited ('Fitwel'), a subsidiary of the Company received an anonymous whistleblower complaint alleging misappropriation of funds by certain employees. Pursuant to the complaint, Fitwel conducted an investigation with the assistance of an independent external consultant and identified fraudulent payments amounting to ₹91.21 mn over the years from 2019-20 to 2024-25, of which ₹18.95 mn is charged off to the Statement of

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Profit and Loss during the year ended March 31, 2026 (the remaining amounts were already expensed off to the Statement of Profit and Loss in the earlier years). Fitwel initiated recovery proceedings against the alleged former employees by filing a compliant with the police authorities and has recovered ₹14.63 mn in cash and properties valued at ₹29.80 mn, which have been recognized under "Other Income" in the consolidated financial statements. These properties have been classified as "Assets Held for Sale" in the consolidated financial statements. The subsidiary is pursuing further recoveries from the alleged parties.

18 EQUITY SHARE CAPITAL

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Authorised share capital		
Equity shares		
10,00,00,000 (March 31, 2025: 10,00,00,000) equity shares of ₹2 each (March 31, 2025: ₹2 each)	200.00	200.00
Total	200.00	200.00
Issued, subscribed and paid up share capital		
Equity shares		
62,332,048 (March 31, 2025: 61,921,831) equity shares of ₹2 each (March 31, 2025: ₹2 each)	124.66	123.84
Total	124.66	123.84

(ii) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
Number of shares outstanding at the beginning of the year	6,19,21,831	123.84	5,36,15,150	107.23
Add: Shares issued on exercise of employee stock options	4,10,217	0.82	5,84,674	1.17
Add: Shares issued pursuant to Qualified Institutional Placement	-	-	77,22,007	15.44
Number of shares outstanding at the end of the year	6,23,32,048	124.66	6,19,21,831	123.84

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

The Company has a single class of equity shares. Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholder meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the Shareholders' meeting. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive residual assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders or in line with the terms of the shareholders agreement as the case may be.

(iv) List of persons holding more than 5 percent shares in equity shares of the Company

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% holding	No. of shares	% holding
S Sekhar Vasan	1,02,63,164	16.47%	1,02,63,164	16.57%
Kotak Funds - India Midcap Funds	30,90,000	4.96%	32,38,823	5.23%

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

- (v) As at March 31, 2026, the Company has reserved 334,811 shares (March 31, 2025: 629,528 shares) for issuance towards outstanding employee stock option available for exercise. Refer note 42.
- (vi) (a) There have been no shares allotted as fully paid up pursuant to contract without payment being received in cash during five years immediately preceding March 31, 2026.
- (b) There are no shares bought back during 5 years immediately preceding March 31, 2026.

(vii) Shareholding of Promoters/ Promoters Group in equity shares of the Company

March 31, 2026

Promoter name	Shares held by promoters at the end of the year		% Change in number of shares during the year
	No. of Shares	% of total shares	
S Sekhar Vasam	1,02,63,164	16.47%	0.00%
Unni Rajagopal K	28,45,549	4.57%	0.00%
F R Singhvi	27,82,524	4.46%	(0.47%)
D Namitha	7,50,000	1.20%	100.00%
D Niveditha	7,50,000	1.20%	100.00%
D. Devaraj - HUF	6,69,175	1.07%	0.00%
Bhagyalakshmi	5,00,000	0.80%	100.00%
D Devaraj	1,76,374	0.28%	(91.90%)
P Singhvi charitable trust	24,725	0.04%	(42.50%)
Total	1,87,61,511	30.09%	

March 31, 2025

Promoter name	Shares held by promoters at the end of the year		% Change in number of shares during the year
	No. of Shares	% of total shares	
S Sekhar Vasam	1,02,63,164	16.57%	0.13%
Unni Rajagopal K	28,45,549	4.60%	0.00%
D Devaraj	21,76,374	3.51%	0.00%
F R Singhvi	27,95,549	4.51%	0.00%
D. Devaraj - HUF	6,69,175	1.08%	0.00%
P Singhvi charitable trust	43,000	0.07%	(0.52%)
Total	1,87,92,811	30.34%	

19 OTHER EQUITY

Summary of other equity balances *

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Reserves and surplus		
Capital redemption reserve	0.55	0.55
Capital reserve	8.17	8.17
Securities premium	14,146.07	13,742.72
General reserve	138.52	138.52
Retained earnings	16,358.23	13,332.36
Share options outstanding account	63.97	115.60
Exchange differences on translation of foreign operations (Net of tax)	118.35	46.98
Cash flow hedge reserve	(84.81)	(5.76)
Total	30,749.05	27,379.14

*Refer consolidated statement of changes in equity for detailed movement in above other equity balances.

Nature and purpose of other equity:

Capital redemption reserve

The capital redemption reserve is created out of undistributed profits for purchase of its own shares.

Capital reserve

Capital reserve of ₹3.52 mn refers to the subsidy received from the Government of Karnataka, Department of Industries and Commerce. This subsidy was received as the Group was a small scale industry in that particular year. Balance pertains to share of pre-acquisition profits of a subsidiary at the time of acquisition by the Group accounted as capital reserve.

Securities premium

Securities premium comprises of premium on issue of shares. The reserve is utilised in accordance with specific provision of the Companies Act, 2013.

General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in general reserve will not be reclassified subsequently to consolidated statement of profit and loss.

Retained earnings

Retained earnings are profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to investors.

Share options outstanding account

The fair value of the equity-settled share based payment transactions with employees is recognised in the consolidated statement of profit and loss with corresponding credit to share options outstanding account.

Exchange differences on translation of foreign operations

Exchange differences arising on translation of the foreign operation are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed off.

Cashflow hedge reserve

Cash flow hedge reserve is the cumulative effective gain or loss on hedging instruments recognized in OCI and reclassified to Consolidated Statement of Profit or Loss.

20 BORROWINGS (NON-CURRENT)

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Secured at amortised cost		
Term loans from banks	899.00	1,713.26
Term loans from other financial institutions	57.26	-
Total	956.26	1,713.26

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Term loans from banks:

(Amount in ₹ Mn)				
Repayment and interest terms	Name of the Lender	Security	As at March 31, 2026	As at March 31, 2025
Repayable in 20 equal quarterly instalments of ₹60 mn starting from December 2024 and to be settled by September 2029. The loan carries a interest rate of 6.62 % p.a.	HDFC Bank	Secured by first pari-passu charge on movable fixed assets, certain immovable fixed assets (land and buildings) and secured by second pari-passu charge on current assets, viz. inventories and receivables, both present and future.	840.00	1,080.00
Repayable in 20 equal quarterly instalments of ₹23 mn starting from September 2025 and to be settled by June 2030. The loan carries a interest rate of 6.94 % p.a.			391.00	460.00
Repayable in 54 equal monthly instalments of ₹18.5 mn starting from March 2023 and to be settled by January 2027. The loan carries a interest rate of 7.85 % p.a.	State Bank of India	Secured by first pari-passu charge on entire movable fixed assets, certain immovable properties and secured by second pari-passu charge on entire current assets, including inventories and receivables, both present and future.	184.69	406.76
Repayable in 54 monthly instalments of ₹1.11 mn per month starting from July 2022 and to be settled by December 2027. The loan carries a interest rate of 7.85% p.a.	HDFC Bank	Secured by first pari-passu charge on certain property/ immovable assets and movable assets and secured by second pari-passu charge on current assets i.e., inventories and receivables, both present and future, of the Company.	23.33	36.67
Repayable in 54 monthly instalments of ₹1.52 mn per month starting from April 2023 and to be settled by September 2028. The loan carries a interest rate of 7.12% p.a.			45.66	63.93
Repayable in 54 monthly instalments of ₹1.48 mn per month starting from April 2025 and to be settled by September 2029. The loan carries a interest rate of 7.53% p.a.			62.22	80.00
Repayable in 54 monthly instalments of ₹1.63 mn per month starting from February 2026 and to be settled by July 2030. The loan carries a interest rate of 7.75% p.a.			84.88	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(Amount in ₹ Mn)				
Repayment and interest terms	Name of the Lender	Security	As at March 31, 2026	As at March 31, 2025
Repayable in 16 quarterly instalments of ₹3.75 mn per quarter starting from December 2022 and to be settled by September 2026. The loan carries a interest rate of 9.50% p.a.	Axis Bank	Secured by first pari-passu charge on certain property/ immovable assets and movable fixed assets, both present and future, and secured by second pari-passu charge on current assets including receivables, both present and future.	7.50	22.50
Sweden Tax Agency loan repayable at the schedule provided by the Company.	Sweden Tax Loan		129.34	287.56
Total			1,768.62	2,437.42
Less: Current maturities (Refer note 24)			(869.62)	(724.16)
Non-current			899.00	1,713.26

ii. Car Loans from banks

(Amount in ₹ Mn)				
Repayment and interest terms	Name of the Lender	Security	As at March 31, 2026	As at March 31, 2025
Repayable in 39 monthly instalments of ₹0.03 mn per month starting from July 2022 and to be settled by September 2025. The loan carries a interest rate of 9.00% p.a.	HDFC Bank	Secured by certain movable property, plant and equipment	-	0.17
Total			-	0.17
Less: Current maturities (refer note 24)			-	(0.17)
Non-current			-	-

Bank loans pertaining to the Parent Company has contain certain debt covenants relating to limitation on indebtedness, debt-equity ratio, net Borrowings to EBITDA ratio and debt service coverage ratio. The limitation on indebtedness covenant gets suspended if the Parent Company meets certain prescribed criteria. The debt covenant related to limitation on indebtedness remained suspended as of the date of the authorisation of the financial statements for the holding company. The Parent Company has satisfied all other debt covenants prescribed in the terms of bank loan for the outstanding balances as on March 31, 2026.

One of the Group's subsidiaries has not complied with certain financial covenants relating to the maintenance of the current ratio as stipulated by its lenders. The subsidiary is currently in discussions with the respective lenders for revision/ waiver of the said covenant. Pursuant to the breach of the covenant conditions, the related borrowings have been classified as current borrowings in the consolidated financial statements.

The subsidiary has also defaulted on the repayment of loan instalments due to a lender amounting to ₹2.31 mn due to operational issues. The default continued for a period of 4 days and was subsequently rectified by the subsidiary.

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21 PROVISIONS (NON-CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (Refer note 41)	34.80	44.86
Total	34.80	44.86

22 DEFERRED TAX LIABILITIES (NET)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Provision for employee benefits	35.24	24.69
Security deposit	1.62	2.49
Allowance for credit losses	5.91	14.03
Derivative contracts at fair value	4.49	7.62
Deductions allowed on payment basis	35.04	77.04
Cash flow hedge	28.53	1.94
Total	110.83	127.81
Deferred tax liabilities		
Property, plant and equipment	964.06	874.35
On fair valuation of quoted investments	2.49	2.34
Right-of-use assets, net of lease liabilities (Ind AS 116)	38.67	35.55
Exchange differences arising from foreign operations	43.90	16.83
Total	1,049.12	929.07
Deferred tax liabilities (net)	938.30	801.26

23 OTHER NON-CURRENT LIABILITIES

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Government grant	457.53	457.94
Total	457.53	457.94

Movement in deferred Government grant (Current and Non-current)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	520.48	553.36
Add: Grants during the year	73.51	29.24
Less: Income recognised in the consolidated statement of profit and loss	(67.11)	(62.12)
Closing balance	526.88	520.48
Less: Amounts expected to be recognised in the next 12 months (Refer note 27) - current	(69.35)	(62.54)
Net Closing balance, non-current	457.53	457.94

The Government grant related to property, plant and equipment is recognised as income over the useful life, in proportion to the depreciation of the related asset under note 30 - Other income.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

24 BORROWINGS (CURRENT)

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Loans from banks - Secured - at amortised cost		
Cash credit	42.23	56.27
Working capital loan	949.89	488.78
Packing credit	1,747.07	-
Current maturities of long-term debt (refer note 19)	869.62	724.33
Accrued Interest	10.66	14.30
Total	3,619.47	1,283.68

Cash credit, working capital loan, packing credit loan from banks and others amounting to 2,739.19 mn as at March 31, 2026 (March 31, 2025: 545.05 mn) are secured by hypothecation of current assets, movable fixed assets and certain immovable properties of the Group.

Working capital loan carries an average interest rate of 8.02% p.a and Packing credit carries interest rate ranging from 6.50% p.a. to 7.06% p.a.

25 TRADE PAYABLES

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	688.02	422.38
Total outstanding dues of creditors other than to micro enterprises and small enterprises*	4,744.91	3,201.00
Total	5,432.93	3,623.38

*The Group's exposure to currency and liquidity risk related to trade payables are disclosed in note 44.

Trade Payables ageing schedule

Particulars	Outstanding for following periods from due date of payment						
	Accrued	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2026							
Micro and small enterprises- Undisputed	-	635.61	52.40	0.01	-	-	688.02
Others - Undisputed	1,046.84	2,753.25	939.90	4.50	0.41	-	4,744.91
Total	1,046.84	3,388.86	992.30	4.51	0.41	-	5,432.93
As at March 31, 2025							
Micro and small enterprises- Undisputed	25.84	308.11	88.40	0.03	-	-	422.38
Others - Undisputed	873.43	1,803.96	522.53	1.08	-	-	3,201.00
Total	899.27	2,112.07	610.93	1.11	-	-	3,623.38

Trade payables principally comprise amounts outstanding for trade purchases. The average credit period taken for trade purchases is 45 days (excluding the reverse factoring arrangements) and 30 days (including reverse factoring arrangements). For most suppliers, no interest is charged on the trade payables for the first 45 days from the date of the invoice. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

Furthermore, in order to ensure easy access to credit for its suppliers and facilitate early settlement, the Group has entered into reverse factoring arrangements. The contractual arrangements in place permit the supplier to obtain the amounts

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

with the amounts paid by Banks with whom the Group has entered into supplier financing agreement. The discount represents less than the trade discount for early repayment commonly used in the market. The Group will repay the Banks, the full invoice amount on the scheduled payment date as required by the invoice. As the arrangements do not permit the Group to extend finance from the Banks by paying Banks later than the Group would have paid its supplier, the Group considers amounts payable to the Banks should be classified as trade payables. Trade payable include ₹874.51 mn, (March 31, 2025: ₹418.87) pertaining to reverse factoring.

26 OTHER CURRENT FINANCIAL LIABILITIES

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Capital creditors *	337.68	237.37
Derivative contracts at fair value	123.48	30.27
Total	461.16	267.64

*Capital creditors include dues to micro and small enterprises of ₹245.15 mn (March 31, 2025: ₹124.52 mn).

27 OTHER CURRENT LIABILITIES

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	107.17	189.57
Statutory liabilities	201.60	119.25
Deferred government grant	69.35	62.54
Dividend payable	0.12	0.07
Total	378.24	371.43

28 PROVISIONS (CURRENT)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Provision for gratuity (Refer note 41)	152.05	7.28
Provision for compensated absences (Refer note 41)	82.13	7.07
Provision for disputed dues #	8.85	8.85
Total	243.03	23.20

Provision for disputed dues

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	8.85	8.85
Provisions made during the year	-	-
Provision at the end of the year	-	-
	8.85	8.85

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

29 REVENUE FROM OPERATIONS

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products	32,869.19	28,213.07
Sale of services	95.42	44.24
Sub-total	32,964.61	28,257.31
Other operating revenues:		
Scrap sales	1,551.97	1,386.82
Tooling income	265.62	326.98
Export incentive benefits	125.91	128.06
Income from government grants	67.11	62.12
Sale of child parts	3.95	6.22
Total	34,979.17	30,167.51

A. Disaggregation of Revenue from contracts with customers

	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products		
India	21,214.40	19,291.48
Europe	6,415.84	5,164.40
USA	3,034.48	2,600.34
Other foreign countries	2,204.47	1,156.85
Sub-total	32,869.19	28,213.07
Sale of services		
India	95.42	44.24
Europe	-	-
Sub-total	95.42	44.24
Scrap sales		
India	1,542.24	1,377.66
Europe	9.73	9.16
Sub-total	1,551.97	1,386.82
Tooling income		
India	122.74	63.66
Europe	87.30	195.63
USA	46.80	64.00
Other foreign countries	8.78	3.69
Sub-total	265.62	326.98
Sale of child parts		
India	1.60	3.71
Europe	1.85	2.20
USA	0.50	0.31
Sub-total	3.95	6.22
Total revenue from contracts with customers:		
India	22,976.40	20,780.75
Europe	6,514.72	5,371.39
USA	3,081.78	2,664.65
Other foreign countries	2,213.25	1,160.54
Total revenue from contract with customers	34,786.15	29,977.33

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

B. Reconciling the amount of revenue recognised with contract and total revenue:

(Amount in ₹ Mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Total revenue from contract with customers	34,786.15	29,977.33
Adjustments:		
Other operating revenues:		
Income from government grants	67.11	62.12
Export incentive benefit	125.91	128.06
Total	34,979.17	30,167.51

C. Timing of revenue recognition

(Amount in ₹ Mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Good transferred at a point in time	34,425.11	29,606.11
Service transferred at a point in time	361.04	371.22
Total revenue from contract with customers	34,786.15	29,977.33

D. Contract balances

(Amount in ₹ Mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables	6,270.26	4,546.19
Contract assets (Unbilled revenue)	71.72	30.93
Contract liabilities (Advance from customers)	107.17	189.57

E. Contract liabilities

(Amount in ₹ Mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	189.57	139.02
Revenue recognised during the year	(189.57)	(139.02)
Contract liabilities recognised during the year*	107.17	189.57
Balance at the end of the year	107.17	189.57

* Contract liabilities include advances received from customer towards supplies.

30 OTHER INCOME

(Amount in ₹ Mn)		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on bank deposits	233.33	161.76
Net foreign exchange gain, net	310.73	31.76
Share of profit from investment in Limited Liability Partnership (LLP)	0.19	2.73
Fair value gain on financial instruments at fair value through profit or loss	0.63	-
Miscellaneous Income (refer note 17)	44.43	
Others	5.23	6.31
Total	594.54	202.56

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

31 COST OF MATERIALS CONSUMED

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw materials at the beginning of the year	1,677.47	1,326.13
Add: Purchases	16,152.94	13,196.76
Less: Raw materials at the end of the year	2,794.17	1,677.47
Total	15,036.24	12,845.42

32 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance		
Finished goods	1,327.33	1,054.58
Work in progress	1,649.01	1,486.89
Total	2,976.33	2,541.47
Closing balance		
Finished goods	1,568.21	1,327.35
Work in progress	1,909.10	1,646.03
Total	3,477.31	2,973.38
Changes in inventories of work in progress and finished goods	(500.98)	(431.91)

33 EMPLOYEE BENEFITS EXPENSE

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	4,202.76	3,644.67
Contribution to provident and other funds (Refer note 41)	177.94	184.48
Share-based payment to employees (Refer note 42)	38.46	32.59
Staff welfare expenses	467.90	564.89
Total	4,887.06	4,426.63

34 FINANCE COSTS

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on		
- Banks and Financial institution borrowings	226.89	583.85
- Others	84.21	68.87
Interest on obligations under lease	66.27	47.32
Total	377.37	700.04

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

35 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment	1,895.56	1,625.00
Depreciation of right-of-use asset	152.03	103.08
Amortisation of intangible assets	10.98	10.00
Total	2,058.57	1,738.08

36 OTHER EXPENSES

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract labour charges	1,620.11	1,403.86
Conversion charges	1,655.44	1,368.21
Consumption of stores and spares	2,900.34	2,655.09
Power and fuel	1,427.76	1,245.63
Freight outward	334.99	350.22
Legal and professional (Refer note 40)	175.28	175.35
Rates and taxes	74.64	13.44
Repairs and maintenance		
Buildings	224.66	238.03
Computers	179.12	124.25
Vehicles	65.47	58.48
Rent	13.25	7.99
Traveling and conveyance	111.31	114.94
Insurance	87.13	69.10
Printing and Stationery	21.23	21.86
Communication expenses	9.44	9.72
Security charges	82.49	80.82
Selling and advertisement	16.38	8.89
Corporate social responsibility	57.64	44.08
Bank charges	13.06	19.28
Loss allowance on trade receivables	2.17	27.20
Loss on foreign currency transactions, net	7.46	-
Warehouse and segregation charges	112.55	109.37
Loss on sale of property, plant and equipment, net	2.96	0.80
Fair value loss on financial instruments at fair value through profit and loss	-	0.89
Miscellaneous	41.12	32.31
Total	9,236.00	8,179.81

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

37 EARNINGS PER SHARE (EPS)

Basic earnings per share is calculated by dividing the profit for the year available to the shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is calculated by dividing the profit for the year available to the shareholders of the Company by the weighted average number of equity shares outstanding during the year, after adjustment for the effects of all dilutive potential equity shares. The details are as follows:

Particulars		(Amount in ₹ Mns except no. of shares)	
		For the year ended March 31, 2026	For the year ended March 31, 2025
Profit available to shareholders for calculation of basic and diluted earnings per share	A	3,240.88	2,151.64
Nominal value of equity shares (₹ per share)		2	2
Weighted average number of equity shares for calculation of basic earnings per share	B	6,22,11,244	5,75,15,587
Basic earnings per share (in ₹)	A/B	52.09	37.41
Weighted average number of equity shares for calculation of diluted earnings per share	C	6,24,32,445	5,78,75,806
Diluted earnings per share (in ₹)	A/C	51.91	37.18

Computation of weighted average number of shares

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Weighted average number of equity shares	6,19,21,831	5,36,15,150
Weighted average number of Shares issued under Employee Stock Options and Shares issued to qualified institutional buyers pursuant to a Qualified Institutional Placement	2,89,413	39,00,437
Weighted average number of equity shares for calculation of basic earnings per share	6,22,11,244	5,75,15,587
Add: Impact of potentially dilutive equity shares:		
Weighted average number of Shares issued under Employee Stock Option	2,21,201	3,60,219
Weighted average number of equity shares for calculation of diluted earnings per share	6,24,32,445	5,78,75,806

38 TAX EXPENSE

A. Amounts recognised in the consolidated statement of profit and loss

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax (a)		
Current year	928.68	642.32
Adjustment of tax relating to earlier years	(16.59)	(1.05)
Deferred tax (b)		
Attributable to -		
Origination and reversal of temporary differences	140.49	109.86
Income tax expense reported in the consolidated statement of profit and loss (a+b)	1,052.58	751.13
Amounts recognised in other comprehensive income		
Deferred taxes		

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Remeasurements of the defined benefit plans	(3.93)	(7.27)
Effective portion of gains/ (losses) in cash flow hedge	(26.59)	(1.94)
Exchange differences on translation of foreign operations	27.07	8.19
Income tax reported in other comprehensive income	(3.45)	(1.02)
B. Movement in temporary differences		
Items that will not be reclassified to profit or loss	(3.93)	(9.21)
Items that will be reclassified to profit or loss	0.48	6.25
Total	(3.45)	(2.96)

C. Reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

Particulars	(Amount in ₹ Mn)	
	March 31, 2026	March 31, 2025
Profit before tax	4,321.18	2,919.94
At the effective income tax using the Group's domestic tax rate	25.17%	25.17%
Computed expected tax expense	1,087.64	734.95
Tax effect of:		
Non-deductible expenses	18.59	14.51
Prior period tax items	(16.59)	(1.05)
Others	(37.06)	2.72
Income tax expense	1,052.58	751.13

D. Movement in temporary differences

Particulars	Balance as at April 01, 2025 Net deferred tax asset/ (liabilities)	Recognised in profit and loss during 2025-26	Recognised in OCI during 2025-26	Balance as at March 31, 2026 Net deferred tax asset/ (liabilities)
Property, plant and equipment	(874.35)	(89.71)	-	(964.06)
Provision for employee benefits	24.69	6.62	3.93	35.24
Security deposit	2.49	(0.87)	-	1.62
Allowance for credit losses	14.03	(8.12)	-	5.91
Cash flow hedge	1.94	-	26.59	28.53
On fair valuation of quoted investments	(2.34)	(0.15)	-	(2.49)
Deductions allowed on payment basis	77.04	(42.00)	-	35.04
Derivative contracts	7.62	(3.13)	-	4.49
Right-of-use assets, net of lease liabilities (Ind AS 116)	(35.55)	(3.12)	-	(38.67)
Exchange difference on foreign operations	(16.83)	-	(27.07)	(43.90)
Total	(801.26)	(140.49)	3.45	(938.29)

Particulars	Balance as at April 01, 2024 Net deferred tax asset/ (liabilities)	Recognised in profit and loss during 2024-25	Recognised in OCI during 2024-25	Balance as at March 31, 2025 Net deferred tax asset/ (liabilities)
Property, plant and equipment	(790.13)	(84.22)	-	(874.35)
Provision for employee benefits	18.14	(0.72)	7.27	24.69
Security deposit	3.18	(0.69)	-	2.49

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Balance as at April 01, 2024 Net deferred tax asset/ (liabilities)	Recognised in profit and loss during 2024-25	Recognised in OCI during 2024-25	Balance as at March 31, 2025 Net deferred tax asset/ (liabilities)
Allowance for credit losses	8.49	5.54	-	14.03
Cash flow hedge	-	-	1.94	1.94
On fair valuation of quoted investments	(2.56)	0.22	-	(2.34)
Deductions allowed on payment basis	63.36	13.68	-	77.04
Derivative contracts	2.49	5.13	-	7.62
Right-of-use assets, net of lease liabilities (Ind AS 116)	(7.60)	(27.95)	-	(35.55)
Exchange difference on foreign operations	-	(8.64)	(8.19)	(16.83)
On Intangibles	5.49	(5.49)	-	-
Others	6.72	(6.72)	-	-
Total	(692.42)	(109.86)	1.02	(801.26)

- (1) Deferred tax assets and liabilities are offset when there is legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax and liabilities on net basis.
- (2) There is no income surrendered or disclosed as income during the current or previous year in the tax assessment under Income tax Act, 1961, that has not been recorded in books of accounts.

39 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Contingent liabilities [#]		
Claims against the Group not acknowledged as debts:		
Excise duty, entry tax and service tax matters (Refer note A i)	113.19	116.65
Income tax matters (Refer note A ii)	36.80	46.23
Customer claims **	94.00	63.80
Corporate guarantee for credit facility (Refer note B)	644.89	-
Other matters ^{@@}	12.07	12.07
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	2,196.74	1,475.78

Note A: Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash flows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities. The Group has reviewed all its pending litigations and proceedings and has adequately provided for wherever required and disclosed as contingent liabilities where applicable, in these consolidated financial statements. The Group does not expect the outcomes of these proceedings to have a materially adverse effect on its financial position.

- (i) Relating to demand for service tax on labour charges, refund granted on service tax paid under reverse charge mechanism (RCM).
- (ii) Relating to demand raised by GST authorities on mismatch of GSTR 3B and GSTR 2A.
- (iii) Relating to disallowance of certain expenses, additional depreciation and non-consideration of MAT (Minimum Alternate Tax) credit.

**The Parent Company supplied Shifter Forks to American Axle (AAM). American Axle reported failure of the product

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Shifter Fork and filed a suit with South Carolina Civil Court. The Parent Company appointed a legal firm to handle the civil suit. Such claims by AAM, were originally dismissed on summary judgment in March 2025, but that ruling was reversed by the 4th Circuit Court of Appeals. The case is now set for trial in October 2026. The Parent Company remains confident of a favourable outcome and expects the settlement to be not exceeding the amount provided for (₹20 mn).

Note B: The Group has proposed to provide corporate guarantee/standby letter of credit for the Credit facilities of EURO 6.50 Million (March 31, 2025 - 6.50 Million) equivalent to maximum amount approx ₹708.47 mn, granted to Sansera Sweden AB by the Citi bank NA.

#The Honourable Supreme Court of India, in the month of February 2019 had passed a judgement relating to definition of wages under the Provident Fund Act, 1952. The Management is of the view that there are interpretative challenges on the application of the judgement retrospectively. Based on the legal advice and in the absence of reliable measurement of the provision for earlier periods, the Group has made a provision of ₹0.58 mn for provident fund contribution pursuant to the judgement in the year 2018-2019 from the date of Order of the Honourable Supreme Court of India. The Group will evaluate its position and update its provision, if required, on receiving further clarity on the subject. The Group does not expect any material impact of the same.

@@The Karnataka State Pollution Control Board ("KSPCB") issued a demand order dated February 17, 2020 ("Demand Order") to the Parent Company, demanding an amount of ₹10.00 mn on the grounds that Plant 12 was not compliant with the provisions of the Water (Prevention & Control of Pollution) Act, 1974, Air (Prevention & Control of Pollution) Act, 1981 and rules framed under Environment (Protection) Act, 1986 in relation to noise pollution and LPG storage. Our Company filed a reply dated February 27, 2020 refuting all allegations made pursuant to the Demand Order specifying that the Parent Company is in compliance with all pollution regulations and laws and requesting for an opportunity to be heard in person. KSPCB reassessed the compensation calculation notice dated July 13, 2023 to pay the revised compensation of ₹12.07 mn instead of ₹10.00 mn. The Parent Company has submitted a reply to KSPCB dated August 22, 2023. This matter is currently pending.

The Group does not have any other material commitments.

40 RELATED PARTIES DISCLOSURES

A. Significant Shareholder

S Sekhar Vasani

B. Trust in which the Director is a trustee

Sansera Foundation

C. Associate company

MMRFIC Technology Private Limited

D. Key managerial personnel

S Sekhar Vasani - Chairman and Managing Director

F R Singhvi - Joint Managing Director

B R Preetham - Executive Director and Chief Executive Officer

Vikas Goel - Chief Financial Officer

Rajesh Kumar Modi - Company Secretary and Compliance officer

Muthuswamy Lakshminarayan - Independent Director

Revathy Ashok - Independent Director

Samir Purushottam Inamdar - Independent Director

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

E. Entity controlled by close members of key managerial personnel's family

Eff N'Bee Hospitality Private Limited

Mulder (India) Private Limited

Lanka Swisstek Private Limited

F. The following is the summary of related party transactions

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Expenditure towards Corporate Social Responsibility (CSR)		
Sansera Foundation	55.16	42.74
Staff welfare cost		
Eff N'Bee Hospitality Private Ltd	0.06	0.61
Mulder (India) Private Limited	0.04	0.08
Purchase of Building material such as aluminium extrusion/tiles		
Lanka Swisstek Private Limited	1.19	1.04
Expenses incurred in relation to shares issued pursuant to a Qualified Institutional Placement		
Eff N'Bee Hospitality Private Limited	-	0.59
Managerial Remuneration*		
S Sekhar Vasan	54.82	41.81
F R Singhvi	54.82	41.81
B R Preetham	44.64	34.48
Vikas Goel	20.25	18.81
Rajesh Kumar Modi	6.33	5.86
Legal and Professional Charges- Fixed Commission		
Muthuswamy Lakshminarayan	3.00	3.00
Revathy Ashok	3.00	3.00
Samir Purushottam Inamdar	3.00	3.00
Legal and Professional Charges- Sitting fees		
Muthuswamy Lakshminarayan	0.98	1.20
Revathy Ashok	1.13	1.28
Samir Purushottam Inamdar	0.90	1.35
Legal and Professional Charges		
Vikram Unni Rajagopal	0.09	-
Investment in associate**		
MMRFIC Technology Private Limited	250.00	100.00

G. The balances receivable from and payable to related parties are:

Particulars	As at	
	March 31, 2026	March 31, 2025
Lanka Swisstek Private Limited	-	0.26
Payable to Directors		
S. Sekhar Vasan	12.85	12.85
Muthuswamy Lakshminarayan	0.23	-
Revathy Ashok	0.15	-
Samir Purushottam Inamdar	0.08	-

*Excludes contribution to employee retirement/post retirement and other employee benefits which are based on actuarial valuation done on an overall Company basis. Also excludes cost pertaining to ESOP's given to the employees as a part of the ESOP scheme.

**The Company has undertaken to provide necessary financial support in the form of letter of comfort to its associate 'MMRFIC Technology Private Limited' to enable the entity to obtain borrowing facility from respective banks.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Terms and conditions:

All transactions with related parties are unsecured.

41 EMPLOYEE BENEFIT PLANS

A Defined contribution plan

The Group has defined contribution plan. Contributions are made to the Provident fund for employees at the specified rate of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation.

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer contribution to Provident fund, including admin charges	111.72	120.90
Employer contribution to Employee state insurance scheme	20.21	23.23
Employer contribution to Labour Welfare Fund	0.46	0.27

B Defined benefit plans

The Group sponsors funded defined benefit plans for qualifying employees. The defined benefit plans are administered by a separate Fund that is legally separated from the entity. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement (Age of 58 years) or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Group makes annual contribution to the Fund.

The following table sets out the status of the gratuity plan as required under Ind AS 19 "Employee benefits":

a) Reconciliation of present value of defined benefit obligations

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Defined benefit obligations at the beginning of the year	626.05	539.26
Current service cost	40.47	46.93
Interest Expense	46.48	38.78
Benefits paid	(29.13)	(27.28)
Actuarial (gains) / losses recognised in Other Comprehensive Income:		
Changes in financial assumptions	(27.77)	20.26
Experience adjustments	31.69	8.10
Past Service cost	149.57	-
Defined benefit obligations at the end of the year	837.36	626.05

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

b) Reconciliation of present value of plan assets

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Plan assets at the beginning of the year	612.33	567.08
Interest income	41.40	40.79
Contributions paid into the plan	37.73	30.00
Return on plan assets recognised in Other Comprehensive Income	(11.80)	1.74
Benefits paid	(29.13)	(27.28)
Plan assets at the end of the year	650.53	612.33

Actual return on plan assets

Return on plan assets: The long term estimate of the expected rate of return on plan assets has been arrived at based on prevailing yields on those assets. Assumed rate of return on assets is expected to vary from year to year reflecting the returns on matching government bonds.

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Net defined benefit liability/ (asset) (a-b)	186.85	13.72
Provision for Gratuity - Non-current	34.80	44.86
Provision for Gratuity - Current	152.05	7.28
Other current assets - Current	-	(38.42)
Total	186.85	13.72

c) Expense recognised in the Consolidated Statement of Profit and Loss

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Current service cost	40.47	46.93
Interest expense	46.48	38.78
Interest income	(41.40)	(40.79)
Past service Cost	149.57	-
Total	195.12	44.92

d) Remeasurements recognised in Other Comprehensive Income (OCI)

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Actuarial (gain)/loss on account of experience adjustments	31.69	8.10
Actuarial (gain)/loss arising from change in financial assumptions	(27.77)	20.26
Return on plan assets recognised in other comprehensive income	11.80	(1.74)
Total	15.72	26.62
Total cost recognised in the Consolidated Statement of Profit and Loss, including Other Comprehensive Income (c+d)	210.84	71.54

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

e) Actuarial assumptions

The following table sets out the status of the Gratuity scheme and the amount recognised in the financial statements as per the Actuarial Valuation done by an Independent Actuary. These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. When there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.
Interest risk	A decrease in the bond interest rate will increase the plan liability.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

In respect of the above plans, the most recent actuarial valuation of the present value of the defined benefit obligation were carried out as at March 31, 2026 by an independent member firm of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The principal assumptions used for the purpose of the actuarial valuations were as follows:

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	7.15% - 7.25%	6.80% - 6.70%
Salary increase*	4% - 5%	4% - 5%
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Retirement age	58 years	58 years
Withdrawal rate	4% - 5%	4% - 5%

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

f) Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have resulted in the defined benefit obligation as shown below:

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	On account of increase	On account of decrease	On account of increase	On account of decrease
Discount rate (1% movement)	776.83	(752.37)	577.59	(681.27)
Future salary growth (1% movement)	906.71	(642.08)	681.66	(576.42)
Withdrawal rate (1% movement)	847.26	(688.89)	632.77	(618.25)
Mortality Rate (1% movement)	837.67	(694.30)	626.24	(625.81)

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

The expected future contribution and estimated future benefit payments from the fund are as follows:

Expected cash flows over the next (valued on undiscounted basis):	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
1 year	87.14	53.26
2 to 5 years	291.49	217.06
6 to 10 years	404.97	274.38
More than 10 years	782.55	626.54

g) Asset liability matching strategies

"The Group has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy rules, makes payment of all gratuity liability occurring during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities.

Thus, the Group is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

- h)** The Group has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the group. Any deficit in the assets arising as a result of such valuation is funded by the Group.

B Defined benefit plans- Compensated absenses

Net defined benift (Assets) / liability	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Provision for compensated absences - Current	82.13	7.07
Other current assets - Current	-	(20.92)
Total	82.13	(13.85)
Expenses recognized in the Consolidated Statement of Profit and Loss	97.79	112.23

The actuarial valuation of compensated absences has been carried out using projected unit credit method based on assumptions given in respect of gratuity valuation.

C Exceptional Item

- e)** On November 21, 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, ('Labour Codes') which consolidate twenty-nine existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Labour Codes amongst other things, introduced changes including a uniform definition of wages and enhanced benefits relating to leave. The Group has assessed the financial implications of these changes which had resulted in increase in gratuity liability arising out of past service cost and increase in leave liability. Considering the impact arising out of an enactment of the new legislation is an event of non-recurring nature, the Group has presented this incremental amount of ₹162.36 Million as "Impact of Labour Codes" under "Exceptional Item" in the Statement of Profit and Loss for the year ended March 31, 2026. The Group continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Past service cost pertaining to :	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Gratuity	149.57	-
Compensated absences	12.79	-
Total	162.36	-

The actuarial valuation of compensated absences has been carried out using projected unit credit method based on assumptions given in respect of gratuity valuation.

42 EMPLOYEE STOCK OPTIONS

The Group has a share option scheme for the permanent employees of the Parent Company and its subsidiaries. In accordance with the terms of the plan, as approved by shareholders, permanent employees may be granted options to purchase equity shares.

Each employee share option converts into one equity share of the Parent Company on exercise. No amounts are paid or payable by the recipient on receipt of the option. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of their expiry as per ESOP Schemes.

(a) Sansera Employee Stock Option Plan 2015

On March 12, 2015, the Board of Directors of the Parent Company approved "Sansera Employee Stock Option Plan 2015" ("the Plan") for grant of stock options to the employees of the Parent Company and its subsidiaries which was further ratified by the shareholders on April 13, 2015. Further, the ESOP 2015 has been amended pursuant to resolutions passed by the Shareholders on August 03, 2018, June 02, 2021 and August 31, 2021, respectively. The vested options can be exercised by the option holder and the shares can be allotted by the Board/Committee as specified in the Plan. The plans are as follows:

Program 1: Key management group

Options under this program are granted to certain employees at an exercise price of ₹0.14 per option. All the stock options under this program are completely vested.

The following reconciles the outstanding share options granted under employee share option plan at beginning and at the end of financial year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	-	-	1,23,300	0.14
Granted during the year	-	-	-	-
Exercised during the year	-	-	1,23,300	0.14
Forfeited during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Vested at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Program 2: Certain identified employees

Options under this program are granted to certain employees at an exercise price of ₹135.20 per option. Stock options issued carries different vesting periods, it ranges from 25 to 100 percent vesting of total options granted by the end of every one year from the grant date. All stock options shall be fully vested by the end of 4 years from the grant date.

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	-	-	1,50,075	135.20
Granted during the year	-	-	-	-
Exercised during the year	-	-	1,50,075	135.20
Forfeited during the year	-	-	-	-
Expired during the year	-	-	-	-
Surrendered during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Vested at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

Measurement of fair values

Black-Scholes Option Pricing Model is used to value the fair value of the stock options. The fair value of the options and the inputs used in the measurement of the grant-date fair values of the equity-settled share based payment plans are as follows:

Particulars	Share option plans		
	Program 1: Key Management Group	Program 2: Certain Identified Employees	Program 2: Certain Identified Employees
Grant date	April 29, 2015	April 29, 2015	April 01, 2021
Fair value at grant date	103.39	55.25	273.21
Share price at grant date	103.48	103.48	396.60
Exercise price	0.14	135.20	135.20
Expected volatility (weighted average volatility)	49.20%	49.20%	31.30%
Method used to determine expected volatility	Expected volatility has been calculated based on volatility of the comparable company stock prices.		
Expected term (in years)	6.50	6.50	2.00
Risk free interest rate	7.90%	7.90%	4.52%

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(b) Sansera Employee Stock Option Plan 2018

The Parent Company, pursuant to resolution passed by its shareholders dated August 08, 2018 has adopted "Sansera Employee Stock Option Plan 2018" ("the Plan"). Further, the ESOP 2018 has been amended pursuant to resolutions passed by the Board of Directors on April 19, 2021, August 22, 2021 and Shareholders on June 02, 2021 and August 31, 2021. The aggregate number of options, which may be issued under ESOP 2018, shall be decided by the Nomination and Remuneration Committee and shall not exceed such number of options which represents 2.50% shareholding in the Company on a fully diluted basis as on the date of this plan. The plans are as follows:

Options under this program are granted to certain employees at an exercise price in the range of ₹744.00 - ₹1,699.20 per option. Stock options issued carry different vesting periods. It ranges from 25 to 100 percent vesting of total options granted by the end of every one year from the grant date. All stock options shall be fully vested by the end of 4 years from the grant date.

The following reconciles the outstanding share options granted under employee share option plan at beginning and at the end of financial year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Options	Weighted average exercise price in ₹	Number of Options	Weighted average exercise price in ₹
Outstanding at the beginning of the year	6,29,528	799.74	8,53,327	754.06
Granted during the year	1,25,500	1,428.80	87,500	1,245.30
Exercised during the year	4,10,217	766.37	3,11,299	744
Forfeited during the year	-	-	-	-
Expired during the year	10,000	1,078	-	-
Outstanding at the end of the year	3,34,811	1,119.94	6,29,528	799.74
Vested at the end of the year	1,31,185	1,119.94	3,06,195	799.74
Exercisable at the end of the year	1,31,185	1,119.94	3,06,195	799.74

Measurement of fair values

Black-Scholes Option Pricing Model is used to value the fair value of the stock options. The fair value of the options and the inputs used in the measurement of the grant-date fair values of the equity-settled share based payment plans are as follows:

Particulars	Share option plan			
	September 22, 2021	February 12, 2024	May 16, 2024	November 15, 2024
Grant date				
Fair value at grant date (Average)	200.72	349.16	349.16	527.80
Share price at grant date	744.00	995.10	1,058.70	1,486.85
Exercise price	744.00	934.70	1,026.30	1380.05
Expected volatility (weighted average volatility) (Average)	26.68%	28.05%	28.05%	28.63%
Expected term (in years) (Average)	3.50	3.90	3.90	4.00
Method used to determine expected volatility	The expected volatility has been calculated based on historic volatility Auto Index			
	Annualized volatility of the stock price of Company for the latest historical period.			
Risk free interest rate (Average)	5.02%	6.79%	6.79%	6.44%

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Particulars	Share option plan		
	November 19, 2025	November 19, 2025	March 29, 2026
Grant date			
Fair value at grant date (Average)	642.50	489.47	944.80
Share price at grant date	1,546.90	1,546.90	2,159.20
Exercise price	1,237.00	1,555.90	1,699.20
Expected volatility (weighted average volatility) (Average)	29.53%	29.53%	31.58%
Expected term (in years) (Average)	4.00	4.00	4.00
Method used to determine expected volatility	Annualized volatility of the stock price of Company for the latest historical period.		
Risk free interest rate (Average)	5.87%	5.87%	6.14%

43 FINANCIAL INSTRUMENTS

Accounting classification and fair value

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

(Amount in ₹ Mn)

Particulars	Carrying amount	Fair value		
	March 31, 2026	Level 1	Level 2	Level 3
Financial assets measured at fair value				
Investment in equity shares - Fair value through Profit and Loss	9.92	9.92	-	-
Investment in Mutual Funds - Fair value through Profit and Loss	8.01	8.01		
Other Investment- Fair value through other comprehensive income	312.25	-	-	312.25
Total	330.18	17.93	-	312.25
Financial assets measured at amortised cost				
Loans	26.26	-	-	-
Other non-current financial assets	359.02	-	-	-
Trade receivables	6,270.26	-	-	-
Cash and cash equivalents	1,036.65	-	-	-
Bank balances other than cash and cash equivalents above	2,934.95	-	-	-
Other current financial assets	74.14	-	-	-
Total	10,701.28	-	-	-
Financial liabilities measured at fair value				
Derivative liability	123.48	-	123.48	-
Total	123.48	-	123.48	-
Financial liabilities measured at amortised cost				
Non-current borrowings	956.26	-	-	-
Current borrowings	3,619.47	-	-	-
Lease liabilities	1,335.80	-	-	-
Trade payables	5,432.93	-	-	-
Other financial liabilities	337.68	-	-	-
Total	11,682.14	-	-	-

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(Amount in ₹ Mn)

Particulars	Carrying amount	Fair value		
	March 31, 2025	Level 1	Level 2	Level 3
Financial assets measured at fair value				
Investment in equity shares - Fair value through Profit and Loss	9.29	9.29	-	-
Other Investment- Fair value through other comprehensive income	195.43	-	-	195.43
Total	204.72	9.29	-	195.43
Financial assets measured at amortised cost				
Loans	35.08			
Other non-current financial assets	312.36	-	-	-
Trade receivables	4,546.19	-	-	-
Cash and cash equivalents	515.10	-	-	-
Bank balances other than cash and cash equivalents above	3,756.76	-	-	-
Other current financial assets	48.81	-	-	-
Total	9,214.30	-	-	-
Financial liabilities measured at fair value				
Derivative liability	30.27	-	30.27	-
	30.27	-	30.27	-
Financial liabilities measured at amortised cost				
Non-current borrowings	1,713.26	-	-	-
Current borrowings	1,283.68	-	-	-
Lease liabilities	1,073.44	-	-	-
Trade payables	3,623.38	-	-	-
Other financial liabilities	237.37	-	-	-
Total	7,931.13	-	-	-

Fair value hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). The derivative contracts are valued using market approach, determined using forward exchange rates as at the balance sheet date.

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

The group has not disclosed the fair value of financial instruments such as other non-current financial assets, trade receivables, cash and cash equivalents, bank balances, other current financial assets, loans, borrowings, other non-current financial liabilities, trade payables and other current financial liabilities because their carrying amounts are a reasonable approximation of fair value.

The majority of costs and incomes are denominated in local currencies, which is not impacted by currency exchange fluctuations. Some of the contracts with key export customers may not allow for price adjustments in the event of unfavourable currency exchange rate developments. Global footprint exposes the Group to certain currency exchange risks, arising primarily from foreign currency receivables, import of raw materials and capital goods for operations, export of goods and non-Indian rupee denominated borrowings. The Group hedges significant portion of the net foreign exchange exposure through forward contracts and non-Indian rupee denominated loans.

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44 FINANCIAL RISK MANAGEMENT

The Group is exposed to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

(i) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and others, foreign exchange transactions and other financial instruments. The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. In respect of trade receivables the Group performs credit assessment for customers on an annual basis and recognizes credit risk on the basis of lifetime expected losses.

Movement in expected credit loss allowance on trade receivables:

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the year	66.38	39.18
Movement in the expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	(25.63)	27.20
Balance at the end of the year	40.75	66.38

Security deposits, Other financial assets and Loans:

Expected credit loss for Security deposits, Other financial assets and Loans is as follows:

Particulars	Year ended	Assets of the Group	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount, net of impairment provision
Impairment allowance measured at life time expected credit loss: Financial assets for which credit risk has not increased significantly since initial recognition	March 31, 2026	Security deposits	346.73	0%	-	346.73
		Other Financial Assets	86.43	0%	-	86.43
		Loans	26.26	0%	-	26.26

Cash and cash equivalents (including bank balances, fixed deposits and margin money with banks):

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Credit risk on cash and cash equivalent is limited as the Group generally transacts with banks and others with high credit ratings assigned by international and domestic credit rating agencies.

(iii) Liquidity risk

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

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

(Amount in ₹ Mn)

Particulars	As at March 31, 2026				
	Carrying amount	Total	Less than 1 year	1-2 years	Above 2 years
Non-current borrowings including current maturities	1,825.88	1,825.88	869.62	574.00	382.26
Current borrowings	2,749.85	2,749.85	2,749.85	-	-
Trade payables	5,432.93	5,432.93	5,432.93	-	-
Other financial liabilities	461.16	461.16	461.16	-	-
Lease liabilities	1,335.80	1,335.80	174.88	453.57	707.35

(Amount in ₹ Mn)

Particulars	As at March 31, 2025				
	Carrying amount	Total	Less than 1 year	1-2 years	Above 2 years
Non-current borrowings including current maturities	2,437.59	2,437.59	724.33	683.69	1,029.57
Current borrowings	559.35	559.35	559.35	-	-
Trade payables	3,623.38	3,623.38	3,623.38	-	-
Other financial liabilities	267.64	267.64	267.64	-	-
Lease liabilities	1,073.44	1,073.44	129.27	339.27	604.90

(iv) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises interest rate risk and currency rate risk. Financial instruments affected by market risk include loans, borrowings, receivables and payables. The Group's activities expose it to a variety of financial risks, including effects of changes in foreign currency exchange rates and interest rate movement.

(v) Interest rate risk

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

Exposure to interest rate risk

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows :

(Amount in ₹ Mn)

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed rate instruments:		
Financial liabilities	-	0.17
Variable rate instruments:		
Financial liabilities	4,575.73	2,996.77
Total	4,575.73	2,996.94

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Interest rate sensitivity:

Sensitivity analysis for fixed-rate instruments

There is no impact on the profit or loss on account of fixed rate instruments.

Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analysis below have been determined based on exposure to interest rate. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Currency	Effect on profit before tax	
		March 31, 2026	March 31, 2025
Increase of 100 basis points	INR	45.76	29.97
Decrease in 100 basis points	INR	(45.76)	(29.97)

(vi) Foreign currency risk

The Group is exposed to currency risk on certain transactions that are denominated in a currency other than the entity's functional currency, hence exposures to exchange rate fluctuations arise. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. The Group uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

Foreign currency (FC) risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments. The information on derivative instruments is as follows.

(vi) Foreign currency risk (continued)

Particulars	Currency	(Amount in ₹ Mn)			
		As at March 31, 2026		As at March 31, 2025	
		Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
Forward contract (to hedge net receivables)	USD	1.80	170.70	8.50	726.54
No. of Contracts		6		9	
Forward contract (to hedge net receivables)	EURO	-	-	0.50	46.05
No. of Contracts		-		1	
Forward contract (to hedge net receivables)	EURUSD	-	-	4.25	391.38
No. of Contracts		-		5	
Forward Extra Option Contracts (to hedge receivables)	USD	0.43	40.53	8	683.80
No. of Contracts		1		2	
Interest Rate Swap (to hedge receivables)	EURO	8.88	967.43	5	460.45
No. of Contracts		2		1	
Forward contract (for hedge payments)	USD	-	-	0.80	68.38

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	Currency	(Amount in ₹ Mn)			
		As at March 31, 2026		As at March 31, 2025	
		Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
No. of Contracts		-		2	
Forward contract (to hedge payables)	EURO	-	-	0.40	36.84
No. of Contracts		-		1	
Forward contract (to hedge payables)	EURUSD	-	-	1.00	92.09
No. of Contracts		-		2	

The Group's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities when revenue and expense is denominated in a foreign currency.

The following table presents foreign currency risk from financial instruments as of:

Particulars	Currency	(Amount in ₹ Mn)			
		As at March 31, 2026		As at March 31, 2025	
		Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
Trade receivables	USD	22.97	2,178.14	16.00	1,367.60
	EUR	9.17	999.24	6.33	582.91
Cash and cash equivalents	USD	0.75	70.88	0.86	73.70
	EUR	0.55	59.91	1.13	103.89
Trade payables	USD	6.44	610.59	1.49	127.36
	EUR	2.54	276.32	2.72	250.82
	JPY	3.80	2.26	14.00	7.95
	CHF	-	-	0.01	0.97
	GBP	0.08	10.65	-	-
Total	USD	17.28	1,638.43	15.37	1,313.94
	EUR	7.18	782.83	4.73	435.98
	JPY	3.80	2.26	14.00	7.95
	CHF	-	-	0.01	0.97
	GBP	0.08	10.65	-	-

Sensitivity analysis

Particulars	Percentage movement	(Amount in ₹ Mn)			
		Effect on profit before tax		Effect on equity	
		Strengthening	Weakening	Strengthening	Weakening
March 31, 2026					
USD	10.95%	179.42	(179.42)	134.26	(134.26)
EURO	18.36%	143.70	(143.70)	107.53	(107.53)
JPY	4.68%	0.11	(0.11)	0.08	(0.08)
CHF	22.43%	-	-	-	-
GBP	13.38%	1.42	(1.42)	1.06	(1.06)
March 31, 2025					
USD	2.49%	32.72	(32.72)	24.48	(24.48)
EURO	2.46%	10.73	(10.73)	8.03	(8.03)
JPY	3.07%	0.24	(0.24)	0.18	(0.18)
CHF	5.22%	0.05	(0.05)	0.04	(0.04)

(vii) Cashflow Hedge

The Group determines the existence of an economic relationship between the hedging instrument and the hedged item based on the currency, amount and timing of its forecasted cash flows. Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

The Group uses critical terms comparison to establish hedge effectiveness between hedging instrument and hedged item. The Gro takeups effective portion gain/ loss of MTM revaluation of the hedging instrument to the cashflow hedge reserve. Any hedge ineffectiveness is calculated and accounted for in consolidated statement of profit and loss at the time of the hedge relationship rebalancing.

The following table summarizes activity in the cash flow hedging reserve within equity related to all derivative instruments classified as cash flow hedges:

	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
Balance as at the beginning of the year - (A)	(5.76)	-
Changes in fair value of effective portion of derivatives	(105.64)	(7.70)
Gain/(loss) on cash flow hedging derivatives, net - (B)	(105.64)	(7.70)
Balance as at the end of the year - C = A+B	(111.40)	(7.70)
Deferred tax asset/(liability) thereon - (D)	26.59	1.94
Balance as at the end of the year, net of deferred taxes - (C-D)	(84.81)	(5.76)

The two hedge related transactions for balance in cash flow hedging reserves as at March 31 2026 are expected to occur and be reclassified to the consolidated statement of profit and loss over a remaining period of 41 months & 51 months.

As at March 31, 2026 and 2025, there were no material gains or losses on derivative transactions or portions thereof that have become ineffective as hedges or associated with an underlying exposure that did not occur.

45 CAPITAL MANAGEMENT

- i The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital employed.

The Group manages capital risk by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio and implements capital structure improvement plan when necessary.

The Group uses debt ratio as a capital management index and calculates the ratio as net debt divided by total equity. Net debt and total equity are based on the amounts stated in the financial statements.

	(Amount in ₹ Mn)	
Particulars	As at March 31, 2026	As at March 31, 2025
Gross debt*	5,911.53	4,070.38
Less : Cash and cash equivalent and other bank balances	3,971.60	4,271.86
Net debt (A)	1,939.93	(201.48)
Total equity** (B)	31,074.94	27,676.35
Debt ratio (A / B)	0.06	-0.01

*Gross debt includes non-current borrowings, current borrowings, current maturities of long term debts, lease liabilities and accrued interest.

**Total equity includes Equity share capital, instruments entirely equity in nature and other equity.

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ii Dividends paid by Parent Company

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
1. Dividends recognised		
Final dividend for the year ended March 31, 2025 of ₹3.25/- (March 31, 2024 – ₹3.00/-) per fully paid share	201.81	161.99
	201.81	161.99
2. Dividends Unrecognised		
In addition to the above dividends, since the year ended, the Directors have recommended the payment of a final dividend of ₹4.00 /- per fully paid equity share (March 31, 2025 - ₹3.25 /-). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	249.33	201.81
	249.33	201.81

46 SEGMENT REPORTING

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group is in the business of manufacture and sale of automobile components, which in the context of Ind AS 108 'Segment Information' represents single reportable business segment. The entire operations are governed by the same set of risk and returns. Accordingly, these operations represent a single segment. The revenues, total expenses and net profit as per the consolidated statement of profit and loss represents the revenue, total expenses and the net profit of the sole reportable segment.

(i) Geographical information

Geographic segmentation is based on business sourced from specific geographic regions. Other foreign countries comprises all other places except India, Europe and USA.

(a) Revenue from operations

Particulars	(Amount in ₹ Mn)	
	For the year ended March 31, 2026	For the year ended March 31, 2025
India	23,169.42	20,970.93
Europe	6,514.72	5,371.39
USA	3,081.78	2,664.65
Other foreign countries	2,213.25	1,160.54
Total	34,979.17	30,167.51

(b) Non-current assets

Particulars	(Amount in ₹ Mn)	
	As at March 31, 2026	As at March 31, 2025
India	23,373.95	20,339.68
Europe	2,157.46	1,523.51
Total	25,531.41	21,863.19
Reconciling items:		
Income tax assets	131.91	74.98
Other non-current financial assets	1,242.13	822.96
Total non-current assets	26,905.45	22,761.13

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

47 IMPAIRMENT OF GOODWILL

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the cash generating units (CGU) or groups of CGU's, which benefit from the synergies of the acquisition. The chief operating decision maker reviews the goodwill for any impairment at each entity level, which is represented as separated CGU's.

The carrying value of goodwill, entity wise is as follows:

(Amount in ₹ Mn)		
Entity acquired	As at March 31, 2026	As at March 31, 2025
Fitwel Tools and Forgings Private Limited ('Fitwel')	146.72	146.72
Sansera Sweden AB ('Sansera Sweden')	214.62	196.56
Exchange differences on translation of foreign operations	37.62	18.06
	252.24	214.62
Total carrying value	398.96	361.34

The recoverable amount of a cash generating unit is the higher of its fair value less costs of disposal and its value in use. For the purpose of impairment test, fair value of a CGU is determined based on the market capitalization and the value in use is determined based on specific calculations. The recoverable amount of all CGU's has been determined based on value in use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period and an average of the range of each assumption mentioned below:

(Amount in ₹ Mn)		
Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate*	12.40% - 15.25%	11% - 15.90%
Terminal growth rate **	2%	2%
EBITDA	13.5%/18.9% - 12.5%/13.9%	13.5%/15.1% - 17.8%/15.3%

*These discount rate(s) are based on the Weighted Average Cost of Capital (WACC) of the Company. These estimates are likely to differ from future actual results of operations and cash flows.

** The cash flow projections include specific estimates for five years and a terminal growth rate thereafter. The terminal growth rate has been determined based on management's estimates of the long-term compound annual EBITDA growth rate, consistent with the assumptions that a market participant would make.

The Group does its impairment evaluation on an annual basis and as of March 31, 2026, the estimated recoverable amount of the CGU exceeded its carrying amount, hence impairment is not triggered. The Group has performed sensitivity analysis for all key assumptions, including the cash flow projections, consequent to the change in estimated future economic conditions arising from the possible effects of ongoing war and is unlikely to cause the carrying amount of the CGU exceed its estimated recoverable amount.

As of March 31, 2026, the estimated recoverable amount of each of the CGU's exceeded its carrying amount, hence impairment is not triggered. The carrying amount of the CGU was computed by allocating the standalone net assets to operating segments for the purpose of impairment testing.

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48 ADDITIONAL INFORMATION PURSUANT TO PARAGRAPH 2 OF DIVISION II OF SCHEDULE III TO COMPANIES ACT, 2013 GENERAL INSTRUCTIONS FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

Name of the entity	As at / for the year ended March 31, 2026								(Amount in ₹ Mn)
	Net Assets i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income		
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount	
Parent									
Sansera Engineering Limited	98.53 %	30,618.90	91.22 %	2,981.71	785.63 %	(91.29)	88.75 %	2,890.42	
Subsidiaries									
Sansera Engineering Pvt. Ltd., Mauritius	4.13 %	1,282.46	(0.09)%	(3.08)	-	-	(0.09)%	(3.08)	
Sansera Sweden AB	1.48 %	459.91	6.67 %	217.87	-	-	6.69 %	217.87	
Fitwel Tools and Forgings Private Limited	2.16 %	672.10	2.84 %	92.89	(3.87)%	0.45	2.87 %	93.34	
Associate									
MMRFIC Technology Private Limited	NA	NA	0.13 %	4.09	10.93 %	(1.27)	0.09 %	2.82	
Non-controlling interest	0.65 %	201.23	0.85 %	27.72	(1.20)%	0.14	0.86 %	27.86	
Adjustments on account of Consolidation	(6.95)%	(2,159.66)	(1.61)%	(52.59)	(691.48)%	80.35	0.85 %	27.76	
Total	100.00 %	31,074.94	100.00 %	3,268.60	100.00 %	(11.62)	100.00 %	3,256.98	

Name of the entity	As at / for the year ended March 31, 2025						(Amount in ₹ Mn)	
	Net Assets i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income			Share in total comprehensive income
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount		
Parent								
Sansera Engineering Limited	99.64 %	27,577.55	94.96 %	2,059.61	1825.61 %	(14.97)	94.31 %	2,044.64
Subsidiaries								
Sansera Engineering Pvt. Ltd., Mauritius	3.93 %	1,086.38	(0.12)%	(2.69)	-	-	(0.12)%	(2.69)
Sansera Sweden AB	0.73 %	203.22	2.25 %	48.80	-	-	2.25 %	48.80
Fitwel Tools and Forgings Private Limited	2.09 %	578.76	2.64 %	57.23	1236.59 %	(10.14)	2.17 %	47.09
Associate								
MMRFIC Technology Private Limited	NA	NA	0.37 %	7.94	8.54 %	(0.07)	0.36 %	7.87
Non-controlling interest	0.63 %	173.37	0.79 %	17.17	370.73 %	(3.04)	0.65 %	14.13
Elimination on account of Consolidation	(7.02)%	(1,942.93)	(0.89)%	(19.25)	(3341.46)%	27.40	0.38 %	8.15
Total	100.00 %	27,676.35	100.00 %	2,168.81	100.00 %	(0.82)	100.00 %	2,167.99

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Interest in other entities

Subsidiary companies:

The consolidated financial statements of the Company includes components listed in the table below:

Name of the entity	Relationship	Country of incorporation	Ownership interest held by the group (%)	Ownership interest held by non-controlling interest (%)	Ownership interest held by the group (%)	Ownership interest held by non-controlling interest (%)
			March 31, 2026		March 31, 2025	
Sansera Engineering Private Limited, Mauritius	Subsidiary	Mauritius	100.00%	-	100%	-
Sansera Sweden AB	Subsidiary	Sweden	100.00%	-	100%	-
Fitwel Tools and Forgings Private Limited	Subsidiary	India	70.00%	30%	70%	30%
MMRFIC Technology Private Limited	Associate	India	47.87%	NA	29.60%	NA

49 ADDITIONAL REGULATORY INFORMATION:

- a) There are no transactions or balances with Companies which have been removed from the Register of Companies (Struck off Companies), during the year ended/as at March 31, 2026.
- b) The Group has not traded/invested in Cryptocurrency/Virtual currency.
- c) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- d) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall
 - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

- 50 a) The Group has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- b) The Group has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003)
- c) The Group has not been declared wilful defaulter by any bank or financial institution or other lender.

- 51 The Parent Company and its Subsidiary Company, located in India, has used an accounting software for maintaining its books of account for the year ended March 31, 2026 which has feature of recording audit trail (edit log) facility and the same was enabled and operated throughout the year for all relevant transactions recorded in the software. Additionally, the audit trail that was enabled and operated in respect of the accounting software used for maintaining books of accounts for the years ended March 31, 2025 and March 31, 2026 has been preserved by the Parent and the Subsidiary Company, located in India as per statutory requirements for record retention except for the period April 01, 2024 to May 20, 2024 where the audit trail feature was not enabled.

CORPORATE IDENTITY NUMBER (CIN) : L34103KA1981PLC004542

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

- 52** (a) During an internal review the Parent Company identified financial transactions involving a former employee who was found to have engaged in forgery cheating, and misappropriation of funds amounting to ₹12.21 mn over the period June 2023 to May 2025. The individual committed these offences by forging the signatures of Parent Company personnel on fabricated service invoices and unlawfully encashing the fraudulent documents. In response, the Parent Company has initiated legal proceedings against the former employee and the associated vendor by filing a complaint with the police authorities in Bangalore. The Parent Company conducted an internal assessment and also engaged an independent external agency to conduct a detailed investigation. The agency evaluated the scale of the fraudulent atrocities, identified the individuals involved, and reviewed related transactions to uncover any additional instances of potential fraud. The total financial impact of the misconduct was as mentioned above. Further, the Parent Company has recovered ₹7.93 mn from the accused.
- (b) During the year, Fitwel Tools and Forgings Private Limited ('Fitwel'), a subsidiary of the Company received an anonymous whistleblower complaint alleging misappropriation of funds by certain employees. Pursuant to the complaint, Fitwel conducted an investigation with the assistance of an independent external consultant and identified fraudulent payments amounting to INR 91.21 mn over the years from 2019-20 to 2024-25, of which ₹18.95 mn is charged off to the Statement of Profit and Loss during the year ended March 31, 2026 (the remaining amounts were already expensed off to the Statement of Profit and Loss in the earlier years). Fitwel initiated recovery proceedings against the alleged former employees by filing a complaint with the police authorities and has recovered ₹14.63 mn in cash and properties valued at ₹29.80 mn, which have been recognized under "Other Income" in the consolidated financial statements. These properties have been classified as "Assets Held for Sale" in the consolidated financial statements. The subsidiary is pursuing further recoveries from the alleged parties.
- 53** During the year ended March 31, 2026, on account of final dividend for financial year 2024-25, the Parent Company has incurred a net cash outflow of ₹201.76 mn.
- The Board of Directors, in their meeting held on May 21, 2026, recommended a final dividend of ₹4.00 per equity share for the financial year ended March 31, 2026. This payment is subject to the approval of shareholders in the AGM of the Parent Company and if approved, would result in a net cash outflow of approximately ₹249.33 mn.
- 54** The Group has evaluated all events or transactions that occurred after March 31, 2026 up through May 21, 2026, the date the consolidated financial statements were authorized for issue by the Board of Directors. Based on this evaluation, the Group is not aware of any events or transactions that would require recognition or disclosure in the consolidated financial statements.
- 55** The Audit Committee has recommended and Board of Directors of the Company have approved these consolidated financial statements of the Group in their respective meetings held on 20 May 2026 and May 21, 2026 respectively.

As per our report of even date attached
for **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.: 008072S)

Monisha Parikh
Partner
(Membership No. 047840)

Place: Bengaluru
Date: May 21, 2026

for and on behalf of the Board of Directors of
Sansera Engineering Limited
CIN: L34103KA1981PLC004542

S Sekhar Vasan
Managing Director
DIN: 00361245

B R Preetham
Executive Director and Chief
Executive Officer
DIN: 03499506

Place: Bengaluru
Date: May 21, 2026

F R Singhvi
Joint Managing Director
DIN: 00233146

Vikas Goel
Chief Financial Officer

Rajesh Kumar Modi
Company Secretary

NOTICE OF 44TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Forty-Fourth (44th) Annual General Meeting of the members of Sansera Engineering Limited will be held on Thursday, September 24, 2026, at 11:00 a.m. (IST) through video conferencing ('VC') facility/ Other Audio-Visual Means ('OAVM') to transact the following business(es):

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Auditors' and Board's Report thereon.
2. To declare dividend of ₹ 4.00 per equity share for the year ended March 31, 2026.
3. To appoint a director in place of Mr. Fatheraj Singhvi (DIN: 00233146) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. RATIFICATION OF REMUNERATION PAYABLE TO M/S. RAO, MURTHY AND ASSOCIATES, BENGALURU, COST AUDITORS OF THE COMPANY.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration not exceeding INR 3,00,000.00 (Indian Rupees Three Lacs Only) plus applicable taxes, conveyance and reimbursement of out of pocket expenses to be incurred in connection with the cost audit payable to M/s. Rao, Murthy and Associates, Bengaluru having Firm Registration No. 000065) who have been appointed as cost auditors by the Board of Directors on the recommendation of the Audit Committee to conduct the audit of cost records of the Company for the financial year 2026-27.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary for the purpose of giving effect to the aforesaid resolution."

5. APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. SUBRAMONIA SEKHAR VASAN (DIN: 00361245), CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED THAT in partial modification of the resolution passed earlier by the Members of the Company in this regard and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors, approval of the Members be and is hereby accorded to revise the terms of remuneration of Mr. Subramonia Sekhar Vasam (Mr. S Sekhar Vasam) (DIN: 00361245), Chairman & Managing Director of the Company, as provided below and to the extent and in such manner as stated in the explanatory statement annexed to the Notice convening this meeting, with effect from April 1, 2026, for the remainder of his current term i.e. up to July 7, 2030, with further liberty to the Board of Directors (including the Nomination and Remuneration Committee) to alter and vary the terms and conditions of his appointment and/or remuneration, in such manner as may be agreed by and between the Company and Mr. S Sekhar Vasam:

Sl. No.	Name	Salary in INR p.a. (Cr.)	Commission not exceeding INR (Cr.)
1	Mr. S Sekhar Vasam	4.00 – 8.00	4.00

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members be and is hereby also accorded for the payment of remuneration to Mr. S Sekhar Vasam as stated in the explanatory statement annexed to the Notice convening this meeting during his current tenure up to July 7, 2030, notwithstanding that the aggregate remuneration payable in any year

NOTICE (Contd.)

to all the Executive Directors, who are Promoters or members of Promoter Group of the Company, exceeds 5% of the net profits of the Company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT all other terms and conditions including perquisites and benefits etc. shall remain same to the extent approved by the members of the Company."

6. APPROVAL FOR RE-DESIGNATION OF MR. FATHERAJ SINGHVI, (DIN: 00233146) FROM JOINT MANAGING DIRECTOR TO EXECUTIVE VICE CHAIRMAN OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 2(51), 196, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") [including any statutory modification(s) / amendment(s) / re-enactment(s) thereof for the time being in force], Articles of Association of the Company, and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors and in terms of the resolutions passed by the shareholders on March 28, 2024 with respect to re-appointment and continuation of Mr. Fatheraj Singhvi (Mr. F R Singhvi) (DIN: 00233146) as Joint Managing Director of the Company, the consent of the members be and is hereby accorded for change in designation of Mr. F R Singhvi from Joint Managing Director to Vice Chairman and Whole Time Director designated as Executive Vice Chairman of the Company with effect from August 24, 2026 till the remaining period of his tenure of five years i.e. August 5, 2029, commenced originally from August 6, 2024, and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT except for the change in designation mentioned above and revision in remuneration, subject to approval of shareholders at this AGM, all other terms and conditions of his re-appointment as approved by the shareholders on March 28, 2024 shall remain valid and in full force and effect.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary & Compliance Officer of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

7. APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. FATHERAJ SINGHVI, (DIN: 00233146), EXECUTIVE VICE CHAIRMAN OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED THAT in partial modification of the resolution passed earlier by the Members of the Company in this regard and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors, approval of the Members be and is hereby accorded to revise the terms of remuneration of Mr. Fatheraj Singhvi, (Mr. F R Singhvi) (DIN: 00233146), Executive Vice Chairman of the Company, as provided below and to the extent and in such manner as stated in the explanatory statement annexed to the Notice convening this meeting, with effect from April 1, 2026, for the remainder of his current term i.e. up to August 5, 2029, with further liberty to the Board of Directors (including the Nomination and Remuneration Committee) to alter and vary the terms and conditions of his appointment and/or remuneration, in such manner as may be agreed by and between the Company and Mr. F R Singhvi:

NOTICE (Contd.)

Sl. No.	Name	Salary in INR p.a. (Cr.)	Commission not exceeding INR (Cr.)
1	Mr. F R Singhvi	4.00 – 8.00	4.00

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members be and is hereby also accorded for the payment of remuneration to Mr. F R Singhvi as stated in the explanatory statement annexed to the Notice convening this meeting during his current tenure up to August 5, 2029, notwithstanding that the aggregate remuneration payable in any year to all the Executive Directors, who are Promoters or members of Promoter Group of the Company, exceeds 5% of the net profits of the Company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT that the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT except for the change in designation and revision in remuneration mentioned above, all other terms and conditions of his re-appointment as approved by the shareholders on March 28, 2024, shall remain valid and in full force and effect."

8. APPROVAL FOR RE-DESIGNATION OF MR. BINDIGANAVILE RAGHUNATH PREETHAM (DIN: 03499506) FROM EXECUTIVE DIRECTOR & GROUP CEO TO JOINT MANAGING DIRECTOR & GROUP CEO OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 2(51), 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") [including any statutory modification(s) / amendment(s) / re-enactment(s) thereof for the time being in force], Articles of Association of the Company, and based on the recommendation of Nomination and Remuneration Committee and Board of Directors

and in terms of the ordinary resolution passed by the shareholders on September 8, 2023 with respect to appointment of Mr. Bindiganavile Raghunath Preetham (Mr. B R Preetham) (DIN: 03499506) as Executive Director designated as Executive Director & Group Chief Executive Officer of the Company, the consent of the members be and is hereby accorded for change in designation of Mr. B R Preetham from Executive Director & Group Chief Executive Officer of the Company to Managing Director designated as Joint Managing Director & Group Chief Executive Officer of the Company with effect from August 24, 2026 till the remaining period of his tenure of five years i.e. September 7, 2028, commenced originally from September 8, 2023, and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT except for the change in designation mentioned above and revision in remuneration, subject to approval of shareholders at this AGM, all other terms and conditions of his appointment as approved by the shareholders September 8, 2023 shall remain valid and in full force and effect.

RESOLVED FURTHER THAT Board of Directors or Company Secretary & Compliance Officer of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

9. APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. BINDIGANAVILE RAGHUNATH PREETHAM (DIN: 03499506), JOINT MANAGING DIRECTOR & GROUP CEO OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

"RESOLVED THAT in partial modification of the resolution passed earlier on September 08, 2023 by the Members of the Company in this regard and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, and based on the recommendations of the Nomination and

NOTICE (Contd.)

Remuneration Committee, and the Board of Directors, approval of the Members be and is hereby accorded to revise the terms of remuneration of Mr. Bindiganavile Raghunath Preetham (Mr. B R Preetham) (DIN: 03499506), designated as Joint Managing Director and Group Chief Executive Officer of the Company, as provided below and to the extent and in such manner as stated in the explanatory statement annexed to the Notice convening this meeting, with effect from April 1, 2026, for the remainder of his current term i.e. up to September 7, 2028, with further liberty to the Board of Directors (including the Nomination and Remuneration Committee) to alter and vary the terms and conditions of his appointment and/or remuneration, in such manner as may be agreed by and between the Company and Mr. B R Preetham:

Sl. No.	Name	Salary in INR p.a. (Cr.)	Commission not exceeding INR (Cr.)
1	Mr. B R Preetham	4.00 – 8.00	4.00

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) of the Company are hereby authorized to give annual increments to Mr. B R Preetham, subject to maximum limits allowed under the Companies Act, 2013, the SEBI Listing Regulations, and such other applicable provisions including amendments, if any.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT except for the change in designation and revision in remuneration mentioned above, all other terms and conditions of his appointment as approved by the shareholders September 8, 2023 shall remain valid and in full force and effect."

10. APPROVAL FOR APPOINTMENT OF MR. HARI KRISHNAN (DIN: 01566551) AS THE EXECUTIVE DIRECTOR OF THE COMPANY, DESIGNATED AS AN EXECUTIVE DIRECTOR & CEO-AEROSPACE, DEFENCE & SEMICONDUCTOR (ADS) DIVISION

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of the Sections 196, 197, 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactments thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), and the Articles of Association of the Company, Mr. Hari Krishnan (DIN: 01566551), who was appointed as an Additional Director designated as Executive Director & CEO-Aerospace, Defence & Semiconductor (ADS) Division by the Board of Directors with effect from August 12, 2026, on recommendation of the Nomination & Remuneration Committee and Board of Directors of the Company and in respect of whom notice under section 160 of the Companies Act, 2013, has been received from a member proposing his candidature for the office of Director, be and is hereby appointed as an Executive Director designated as Executive Director & CEO-Aerospace, Defence & Semiconductor (ADS) Division of the Company, for a term of five (5) years commencing from August 12, 2026 up to August 11, 2031 (both days inclusive), and whose office shall be liable to retire by rotation and on such terms and conditions as stated herein and more elaborated in the explanatory statement and mutually agreed between the Company and Mr. Hari Krishnan.

RESOLVED FURTHER THAT approval of members of the Company be and is hereby granted to the Board of Directors of the Company (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) to give annual increments to Mr. Hari Krishnan during the term of his appointment subject to maximum limits allowed under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions including amendments, if any.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of appointment of Mr. Hari Krishnan, the Company has no profits or its profits are inadequate, the Company shall pay to him remuneration by way of salary, benefits, and perquisites as applicable under the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions including amendments, if any.

NOTICE (Contd.)

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board" which expression shall also include any Committee duly constituted by the Board) be and is hereby authorized to do all such acts, deeds or things as may be required to give effect to the aforesaid resolution."

11. APPROVAL FOR RE-APPOINTMENT OF MR. SAMIR PURUSHOTTAM INAMDAR (DIN: 00481968) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and in compliance with Regulations 16(1)(b), 17, 25(2A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, Mr. Samir Purushottam Inamdar (DIN 00481968), Independent Director of the Company, having Registration No. IDDB-DI-202201-040536 in the Independent Directors' Data Bank, who was appointed as an Independent director for a term of 5 (five) consecutive years from May 23, 2027, being eligible and fulfilling the criteria of independence as provided in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing

from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a second term of 5 (five) consecutive years, commencing from May 23, 2027 and valid till May 22, 2032.

RESOLVED FURTHER THAT pursuant to Section 197, 198 read with Schedule V of the Act and other applicable provisions, Mr. Samir Purushottam Inamdar (DIN 00481968), shall be entitled to receive fixed commission not exceeding ₹ 30.00 Lacs (Rupees Thirty Lacs only) per annum, plus sitting fees for attending the Board and Committee meetings and reimbursement of actual expenses incurred in connection with attending such meetings during his tenure as Independent Director of the Company as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Registered Office:

Plant 7, No. 143/A,
Jigani Link Road,
Bommasandra Industrial Area
Bengaluru 560105.

Place: Bengaluru

Date: August 24, 2026

By Order of the Board

Sansera Engineering Limited

Sd/-

Rajesh Kumar Modi

Company Secretary

Membership No. F5176

NOTICE (Contd.)

NOTES:

- 1) The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated April 8, 2020, April 13, 2020 and subsequent circulars issued in this regard, the latest being September 22, 2025 (collectively referred to as "MCA Circulars") and applicable SEBI circulars (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the relevant MCA Circulars issued from time to time, the 44th AGM of the Company is being held through VC/OAVM on Thursday, September 24, 2026 at 11.00 a.m. (IST).
- 2) The deemed venue for the 44th AGM shall be the registered office of the Company, i.e., Plant 7, Plot No. 143/A, Bommasandra Industrial Area, Jigani Link Road, Bengaluru 560105, Karnataka, India.
- 3) As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Businesses as appearing in the accompanying notice, are considered to be unavoidable by the Board and hence form part of this notice.
- 4) A statement pursuant to Section 102(1) of the Act, ("Explanatory Statement") relating to the Special Businesses to be transacted at the Meeting is annexed hereto.
- 5) Pursuant to the provisions of the Act, a member entitled to attend and vote at the 44th AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map of AGM are not annexed to this Notice. In this notice, the terms member(s) or shareholder(s) are used interchangeably.
- 6) Institutional Investors and corporate members are encouraged to attend and vote at the 44th AGM of the Company.
- 7) Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send certified copy (PDF/JPG Format) of its Board or governing body Resolution/Authorizations etc., authorizing its representative to attend the 44th AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address at info@bmpandco.com with a copy marked to the RTA of the Company i.e., MUFG Intime India Private Limited at enotices@in.mpms.mufig.com. The facility of joining the AGM through VC /OAVM will be opened 30 minutes before and will remain open up to 30 minutes after the scheduled start time of the AGM and will be available for 1,000 members on a first-come first-served basis. This rule would however shall not apply to participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key/ senior managerial personnel and auditors.
- 8) Members are requested to confirm their e-mail Id, or otherwise notify changes in the email Id, to RTA of the Company at: rnt.helpdesk@in.mpms.mufig.com.
- 9) Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their Depository Participants (DPs) in case the shares are held by them in dematerialized form and to the RTA of the Company in case, the shares are held by them in physical form.
- 10) The Board of Directors has recommended a dividend of ₹ 4.00 per equity share on equity Shares of the Company of face value ₹ 2/- each fully paid-up for the year ended March 31, 2026, for the approval of shareholders at the 44th AGM.
- 11) Pursuant to the provisions of Section 91 of the Act and Regulation 42 of the Listing Regulations, the register of members and share transfer books of the Company will remain closed from Friday, September 18, 2026 to Thursday, September 24, 2026 (both days inclusive) for the purpose of AGM and payment of dividend.
- 12) Subject to the provisions of section 126 of the Act, dividend on equity shares, if declared at the AGM, will be credited/dispatched on or before 30 days from the date of AGM.
- 13) With effect from April 1, 2024, dividend to shareholders holding shares physical form shall be paid only

NOTICE (Contd.)

through electronic mode. Such payment shall be made upon folio being KYC compliant i.e. registering the correct PAN, contact details including mobile no., bank account details and specimen signature with RTA/ Company (SEBI Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024). Members are requested to note that, to get prompt credit of dividend through National Electronic Clearing Service (NECS) / Electronic Clearing Service (ECS) they should submit their NECS / ECS details to the Company's Registrar and Share Transfer Agents at email Id: mt.helpdesk@in.mpms.muvg.com.

- 14) The Members may note that the Income Tax Act, 2025, mandates that dividends paid or distributed by a Company shall be taxable in the hands of the Members. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making payment of the final dividend. In order to enable the Company to determine the appropriate TDS rate, as applicable, Members are requested to submit the documents in accordance with the provisions of the Act.

Members are requested to register / update their complete bank account details with their Depository Participant(s), by submitting forms and documents as may be required by the Depository Participant(s). Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details.

Tax Deductible at Source (TDS) / Withholding tax

Dividend income is taxable in the hands of Members the Act and the Company is required to deduct TDS from the dividend to be paid to the Members as per rates prescribed under the Income Tax Act, 2025 ('IT Act').

Members are requested to update their Residential Status, PAN details and Category with the DP.

Resident Individual may send the documents to investor.helpdesk@in.mpms.muvg.com or upload them on <https://in.mpms.muvg.com/home.html>.

NonResident Shareholders & Institutional Shareholders are requested to send their documents at investor.helpdesk@in.mpms.muvg.com or <https://in.mpms.muvg.com/home.html> to enable the Company to determine the appropriate TDS/withholding tax rate and provide exemption, if applicable, on or before September 17, 2026.

For Resident Members, tax shall be deducted at source under Section 393 of the Income Tax Act, 2025 at 10% on the amount of Dividend declared and paid by the Company during 2026-27, subject to submission of PAN by the Member. If PAN is not submitted, TDS would be deducted @ 20% as per Section 397 of the IT Act.

However, no tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the 2026-27 by the Company to the resident individual member does not exceed ₹ 10,000.

In cases where the Member submits Form 121 (applicable to resident individuals only), provided that the eligibility conditions are being met, no tax at source shall be deducted, subject to the PAN of the Member not having an 'In-operative' status as per provisions of Section 262 read with Section 397 of the Income Tax Act, 2025. Apart from the above, since the TDS / Withholding rates are different for resident and non-resident Members, if there is a change in the residential status, as per the provisions of the Act, Members are requested to get their residential status updated in their demat account or the physical folio, as applicable, before the Record Date.

Further, the shareholders to note that the TDS/ Withholding rates prevailing as on the date of declaration of dividend shall be applicable for the determination of the appropriate tax deduction at source.

Please click here: <https://in.mpms.muvg.com/home.html> or refer to the e-mail sent to Members in this regard.

- 15) In view of above MCA Circulars, SEBI vide its circular dated 7th October 2023 also relaxed from the requirement of sending hard copy of annual report to shareholders who have not registered their email address. In compliance of the same the Company has sent notice of AGM only through electronic mode to those shareholders whose e-mail addresses are registered with Company or its RTA. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020 and all other relevant circulars issued from time to time, the Notice calling the AGM has been uploaded on the website of the Company i.e., www.sansera.in, the Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available

NOTICE (Contd.)

on the website of MUFG Intime India Private Limited (agency for providing the Remote e-Voting facility) i.e. <https://instavote.linkintime.co.in/>.

Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to those shareholders whose e-mail addresses are not registered with Company/RTA/DPs providing the weblink from where the Integrated Annual Report can be accessed on the Company's website.

- 16) The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
- 17) Members attending the Meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 18) Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company Secretary of the Company at rajesh.modi@sansera.in.
- 19) Members seeking any information/desirous of asking any questions at the meeting with regard to the accounts or any other matter to be placed at the meeting are requested to send email to the Company Secretary at rajesh.modi@sansera.in at least 10 days prior to the meeting. The same will be replied by the Company suitably in the meeting.
- 20) In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/ investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated May 30, 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated July 31, 2023 (updated as on December 20, 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://sansera.in/>.
- 21) In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the Meeting.
- 22) Share transfer documents and all correspondence relating thereto, should be addressed to the RTA of the Company at MUFG Intime India Private Limited, C 101, 247 Park, L. B. S. Marg, Vikhroli West, Mumbai - 400 083 or at their designated email id i.e., rnt.helpdesk@in.mpms.mufg.com.
- 23) To prevent any fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also be advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
- 24) SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in dematerialized form are, therefore, requested to submit their PAN to their DP with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA of the Company.
- 25) Pursuant to Section 124 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF authority.
- 26) As mandated by SEBI, effective April 01, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized mode with a depository. Accordingly, the members of the Company were requested to open a demat account and submit physical securities to their DPs.
- 27) As per Regulation 40(7) of the Listing Regulations, read with Schedule VII to the said Regulations, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall mandatorily furnish copies of their Income Tax PAN Card. Additionally, for securities market transactions and / or for off market / private transactions involving transfer of shares in physical mode for listed Companies, it shall be mandatory for

NOTICE (Contd.)

the transferee(s) as well as transferor(s) to furnish copies of PAN Card to the RTA of the Company for registration of such transfer of shares. In case of transmission of shares held in physical mode, it is mandatory to furnish a copy of the PAN Card of the legal heir(s) / nominee(s). In exceptional cases, the transfer of physical shares is subject to the procedural formalities as prescribed under SEBI Circular No. SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated November 06, 2018.

- 28) Pursuant to Section 72 of the Act, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-13, to RTA. Further, members desirous of cancelling/varying nomination pursuant to Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-14, to RTA. These forms will be made available by RTA on request.
- 29) Brief details of the directors, who are seeking appointment/ re-appointment, are annexed (Annexure-1) hereto as per the requirement of Regulation 36(3) of the Listing Regulations and the provisions of the Act.

30) INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

- I. The remote e-voting facility will be available during the following period:

Commencement of e-voting: From 09:00 am (IST) on Monday, September 21, 2026.

End of e-voting: Upto 05:00 pm (IST) on Wednesday, September 23, 2026.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled automatically upon expiry of the aforesaid period.

- II. Pursuant to the provisions of Section 108 and other applicable provisions of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, MCA and SEBI Circulars, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means.

- III. The Company has engaged the services of MUFG Intime India Private Limited to provide remote e-voting facility to the members.
- IV. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e., Thursday, September 17, 2026. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- V. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of e-voting.
- VI. Members who are holding shares in physical form or who have not registered their email address with the Company/Depository or any person who acquires shares of the Company and becomes a member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, such member may obtain the User ID and password by sending a request at rnt.helpdesk@in.mpms.mufig.com
- VII. The Board of Directors of the Company has appointed CS Pramod SM (FCS No.: 7834, COP No.: 13784) or failing him CS Biswajit Ghosh (FC No.: 8750, COP No.: 8239); Partners of M/s. BMP & Co., LLP, a Practicing Company Secretaries firm, Bengaluru as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VIII. The Scrutinizer, after scrutinizing the votes, will, not later than on Monday, September 28, 2026; make a consolidated scrutinizer's report which shall be placed on the website of the Company, i.e., www.sansera.in. The results shall simultaneously be communicated to the Stock Exchanges i.e., BSE and NSE.
- IX. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting.
- X. **Remote e-Voting Instructions for shareholders:**
In terms of SEBI circular no. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client ID, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

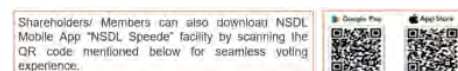
- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS

Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.



- Follow steps given above in points (a-d).

METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/ OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service

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providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository

website after successful authentication, wherein user can see e-voting feature.

- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "**Login**" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password

- Enter Image Verification (CAPTCHA) Code
- Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "**Sign Up**" under 'SHARE HOLDER' tab & register with details as under:

- User ID: Enter User ID

- PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/

NOTICE (Contd.)

- Company shall use the sequence number provided to you, if applicable.
- C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - o Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - o Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
 - E. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - F. Enter Image Verification (CAPTCHA) Code.
 - G. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the Company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

NOTICE (Contd.)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu section
- C. Map the Investor with the following details:
 - 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) 'Investor's Name' - Enter Investor's Name as updated with DP.
 - 3) 'Investor PAN' - Enter your 10-digit PAN.
 - 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
- d) Event No. can be viewed on the home page of InstaVote under "On-going Events".

- e) Enter "16-digit Demat Account No.".
- f) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered_email_address with a copy marked to RTA at enotices@in.mpms.mufg.com and the Company at registered_email_address.

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HELPPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Instavote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then

the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Process and manner for attending the Annual General Meeting through InstaMeet:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

NOTICE (Contd.)

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufig.com> & click on "Login".
- b) Select the "Company Name" and register with your following details:
- c) Select Check Box - **Demat Account No. / Folio No. / PAN**
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box - Folio No. and enter the Folio Number registered with the Company.
 - Shareholders shall select check box - PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No.: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.
- d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the Company at company's registered email address.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on link "Cast your vote".
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

NOTICE (Contd.)

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEM NOS. 4 TO 11 GIVEN HEREUNDER AND THE SAME FORMING PART OF THE NOTICE.

ITEM NO. 4:

RATIFICATION OF REMUNERATION PAYABLE TO M/S. RAO, MURTHY AND ASSOCIATES, BENGALURU, COST AUDITORS OF THE COMPANY.

Pursuant to Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to have its cost records audited by the Cost Accountant. Based on the recommendation of the Audit Committee, the Board at its meeting held on May 20, 2026, approved the appointment of M/s. Rao, Murthy and Associates, Bengaluru (having Firm Registration No. 000065), as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company, pertaining to the relevant products prescribed under the Companies (Cost Records and Audit) Rules, 2014, for the financial year 2026-27 at a remuneration not exceeding INR 3,00,000/- (Indian Rupees Three Lakh Only) plus applicable taxes, out-of-pocket and other expenses. This remuneration has been determined by the Board based on the industry standards, time and effort required for the audit process including scope of the cost audit. The Board considers this remuneration to be fair and reasonable, commensurate with the size and nature of operations of the Company.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, ratification for the remuneration payable to the Cost Auditors to audit the cost records of the Company for the said financial year by way of an Ordinary Resolution is being sought from the members as set out at Item No. 4 of the Notice to comply with the statutory provisions and to ensure transparent corporate governance practices. This will enable the Company to carry out the mandatory cost audit and fulfil its legal obligations. M/s. Rao, Murthy and Associates have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have a vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members. None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Brief profile of Rao, Murthy and Associates

M/s. Rao, Murthy & Associates, a firm of Cost Accountants based in Bengaluru, was established in 1994 and is registered with the Institute of Cost Accountants of India under Firm Registration No. 000065.

The firm is led by experienced partners Mr. N. Ramaskanda (Membership No. 9750) and Mr. K.R. Murali Krishna (Membership No. 21622), who bring significant expertise in cost and management accounting. With a proven track record spanning over three decades, the firm is recognized for its precision, professionalism, and commitment to delivering cost-effective solutions that align with client objectives.

The firm specializes in a wide range of cost and management accounting services designed to help organizations control costs, optimize resources, and improve operational efficiency.

M/s. Rao, Murthy & Associates has successfully carried out numerous statutory assignments, including cost audits, maintenance of cost records, and cost certifications as per regulatory requirements. These services ensure clients meet compliance standards while gaining meaningful insights into their cost structures.

In addition to statutory services, the firm offers a broad spectrum of non-statutory and consultancy services.

NOTICE (Contd.)

These include analysing and determining product profiles and profitability to support strategic decision-making, and providing customized solutions tailored to the specific needs of manufacturing and service sectors such as IT, education, and BPO.

The firm also assists in the development of comprehensive corporate business plans, the design of vertical and horizontal operational structures, and the implementation of effective costing systems. Moreover, it develops management information systems (MIS) for decision support within ERP environments and advises on transfer pricing strategies to ensure both regulatory compliance and optimal tax efficiency.

ITEM NO. 5 AND 7:

ITEM NO. 5: APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. SUBRAMONIA SEKHAR VASAN (DIN: 00361245), CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY

ITEM NO. 7: APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. FATHERAJ SINGHVI, (DIN: 00233146), EXECUTIVE VICE CHAIRMAN OF THE COMPANY

The Members had, vide resolutions passed on March 30, 2025, approved the re-appointment (including remuneration) of Mr. Subramonia Sekhar Vasam (Mr. S Sekhar Vasam) (DIN: 00361245), Chairman & Managing Director of the Company, with effect from July 8, 2025 till July 7, 2030 for a period of 5 (five) years and, vide resolutions passed on March 28, 2024, approved the re-appointment (including remuneration) of Mr. Fatheraj Singhvi (Mr. F R Singhvi) (DIN: 00233146), Joint Managing Director of the Company, with effect from August 6, 2024 till August 5, 2029 for a period of 5 (five) years. The shareholders of the Company vide resolution passed on March 28, 2024, also approved continuation of Mr. F R Singhvi as Managing Director to be designated as Joint Managing Director of the Company post attaining the age of seventy years. Further, the re-appointment of Mr. S Sekhar Vasam on attaining the age of 70 years was approved by the shareholders on September 8, 2023.

Based on the recommendation of the Nomination and Remuneration Committee, and in view of the expertise, knowledge, and experience of Mr. S Sekhar Vasam, Chairman & Managing Director, and Mr. F R Singhvi, Joint Managing Director, the Board of Directors, at its meeting held on May 20, 2026, approved the revision in remuneration payable to Mr. S Sekhar Vasam and Mr. F R Singhvi with effect from April 1, 2026, for the remainder of their respective current tenures, subject to the approval of the Members at this Annual General Meeting. Mr. F R Singhvi continued to serve

as Joint Managing Director up to August 23, 2026, and his designation is proposed to be changed to Executive Vice Chairman with effect from August 24, 2026, subject to the approval of the Members, for the remainder of his tenure. The remuneration so revised and approved by the Board shall continue to be payable to Mr. F R Singhvi in his capacity as Executive Vice Chairman, without any change, for the remainder of his tenure. In the event the resolution is not approved by the Members at this Annual General Meeting, the remuneration paid to Mr. S Sekhar Vasam and Mr. F R Singhvi in excess of the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 or SEBI Listing Regulations, if any, shall be refunded by them to the Company, or held by them in trust for the Company, in accordance with the provisions of the said Schedule V, until such approval is obtained or the remuneration is otherwise regularised in accordance with law.

In view of the expertise, knowledge and experience of Mr. S Sekhar Vasam and Mr. F R Singhvi and based on the recommendation of the NRC and subject to the approval of the Members at the AGM, the Board, at its meeting held on May 20, 2026, approved the revision in remuneration payable to Mr. S. Sekhar Vasam and Mr. F R Singhvi with effect from April 1, 2026, during the remainder of their respective current tenures. Mr. F R Singhvi continued to serve as Joint Managing Director until August 23, 2026, and designation is proposed to be changed to Executive Vice Chairman, subject to the approval of the shareholders, with effect from August 24, 2026 for the remainder of his tenure.

Nature of Duties:

Mr. S Sekhar Vasam and Mr. F R Singhvi shall devote their whole time and attention to the business of the Company and carry out such duties as may be entrusted to them by the Board, and exercise such powers as may be assigned to them, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company and the business of any one or more of its associated companies and/or subsidiaries/joint ventures, including performing duties as assigned by the Board from time to time by serving on the Boards of such associated companies/subsidiaries/ joint ventures or any other executive body or a committee of such a company.

Remuneration to be effective from 1 April 2026:

Mr. S Sekhar Vasam

- (a) Salary: In the range of ₹ 4.00 Cr (Rupees Four Crores Only) to ₹ 8.00 Cr (Rupees Eight Crores Only) per annum.
- (b) Commission: Not exceeding ₹ 4.00 Cr (Rupees Four Crores Only).

NOTICE (Contd.)

Mr. F R Singhvi

- (a) Salary: In the range of ₹ 4.00 Cr (Rupees Four Crores Only) to ₹ 8.00 Cr (Rupees Eight Crores Only) per annum.
- (b) Commission: Not exceeding ₹ 4.00 Cr (Rupees Four Crores Only).

Annual Increments: The salary and commission as stated above will be increased every year within the range prescribed above during their remaining term as may be decided by the Board on the recommendation of Nomination & Remuneration Committee (NRC) which will be based on merits and considering the Company's growth and individual performance, market conditions and such other factors, the NRC / or the Board may decide without seeking approval every year from the shareholders of the Company.

For transparency and good governance, the following are the remuneration (excluding perquisites, benefits as per Company's policy) approved by the Board on recommendation of NRC for the financial year 2026-27 effective from April 01, 2026, subject to approval of the shareholders:

S. Nos	Name of Executive Director	*Proposed Annual Commission for FY 27 (₹)	Salary for FY27 (₹)	Total (₹)
1	Mr. S Sekhar Vasani	2,00,00,000	4,50,00,000	6,50,00,000
2	Mr. F R Singhvi	2,00,00,000	4,50,00,000	6,50,00,000

* Commission will be approved by the Board on recommendation of NRC subject to proper evaluation of individuals and company's performance, market conditions and such other factors that may be decided by the NRC/ or Board and that too after the approval of Annual Audited Accounts of the Company.

Accordingly, the Members are requested to approve the revised remuneration payable to Mr. S Sekhar Vasani and Mr. F R Singhvi, as set out below, with effect from April 1, 2026, notwithstanding that the aggregate remuneration payable to all Executive Directors who are Promoters or members of the Promoter Group of the Company may, in any financial year, exceed 5% of the net profits of the Company computed in accordance with Section 198 of the Act.

Except for the above, the other terms and conditions of re-appointment of Mr. S. Sekhar Vasani, shall remain the same as approved by the Members on March 30, 2025. Similarly,

except for the above and change in his designation, the other terms and conditions of re-appointment of Mr. F R Singhvi, shall remain the same as approved by the Members on March 28, 2024.

Both Mr. S Sekhar Vasani and Mr. F R Singhvi shall continue to be liable to retire by rotation pursuant to the provisions of the Act. The remuneration, including perquisites and commission payable, in a particular financial year, shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 and Schedule V of the Act or any amendments or modifications that may be made thereto from time to time.

In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. S Sekhar Vasani and Mr. F R Singhvi shall be governed by Section II of Part II of Schedule V of the Act or any statutory modification thereof and the same shall be treated as minimum remuneration payable to them, subject to further approvals, if any, as may be required.

Further, in accordance with Regulation 17 (6) (e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 197 of Companies Act, 2013 including amendments if any, revision in remuneration payable to promoter Executive Directors of the Company requires approval of members of the Company by way of special resolution.

Except Mr. S Sekhar Vasani and Mr. F R Singhvi, and their relatives, to the extent of their shareholding in the Company, if any, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 5 and 7 of the Notice. The Board recommends the resolutions set forth at Item Nos. 5 and 7 of the Notice for consideration and approval of the Members as special resolutions.

The requisite details and information pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in Annexure-1 to the Notice.

ITEM NO. 6:

APPROVAL FOR RE-DESIGNATION OF MR. FATHERAJ SINGHVI, (DIN: 00233146) FROM JOINT MANAGING DIRECTOR TO EXECUTIVE VICE CHAIRMAN OF THE COMPANY

The Members had, vide resolution passed on March 28, 2024, approved the re-appointment of Mr. Fatheraj Singhvi,

NOTICE (Contd.)

(Mr. F R Singhvi) (DIN: 00233146) as Managing Director designated as Joint Managing Director of the Company with effect from August 06, 2024 till August 05, 2029 for a period of 5 (five) years. The shareholders of the Company vide resolution passed on March 28, 2024, also approved continuation of Mr. F R Singhvi as Managing Director to be designated as Joint Managing Director of the Company post attaining the age of seventy years.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has approved the re-designation of Mr. F R Singhvi, from Joint Managing Director to Executive Vice Chairman, with effect from August 24, 2026, till the remaining period of his tenure viz. August 5, 2029, subject to approval of shareholders by way of an ordinary resolution. Except for the above change in his designation and revision in remuneration as stated in item no. 7, all the other terms and conditions of re-appointment of Mr. F R Singhvi, shall remain the same as approved by the Members on March 28, 2024. The re-designation formalises a role that, in substance, Mr. F R Singhvi has already been discharging, and recognises his long-standing tenure and mentoring role in the Company's governance and key stakeholder relationships. It facilitates an orderly transition of day-to-day executive and operational responsibility to the Joint Managing Director & Group CEO, while enabling Mr. Singhvi to continue providing strategic guidance at the Board level on strategic matters and key stakeholder engagement. The Board believes that this re-designation preserves continuity of the Company's relationships with lenders, joint venture partners, and long-standing institutional shareholders during the leadership transition, and reflects sound succession planning consistent with good governance practice.

The approval of the Members is sought for change in Mr. F R Singhvi's designation from Joint Managing Director of the Company to Vice Chairman and Whole-Time Director designated as Executive Vice Chairman of the Company with effect from August 24, 2026 till the remaining period of his tenure viz. August 5, 2029 as approved by the shareholders of the Company on March 28, 2024.

Except Mr. F R Singhvi, and their relatives, to the extent of their shareholding in the Company, if any, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested, financially or otherwise, in the resolutions set out at Item No. 6 of the Notice. The Board recommends the resolution set forth in Item No. 6 of the Notice for consideration and approval of the Members as ordinary resolution.

The requisite details and information pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial

Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the Annexure-1 to the Notice.

ITEM NO. 8 AND 9

ITEM NO. 8: APPROVAL FOR RE-DESIGNATION OF MR. BINDIGANAVILE RAGHUNATH PREETHAM (DIN: 03499506) FROM EXECUTIVE DIRECTOR & GROUP CEO TO JOINT MANAGING DIRECTOR & GROUP CEO OF THE COMPANY

ITEM NO. 9: APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. BINDIGANAVILE RAGHUNATH PREETHAM, (DIN: 03499506) JOINT MANAGING DIRECTOR & GROUP CEO OF THE COMPANY

The Members had, vide resolution passed on 08 September 2023, approved the appointment (including remuneration) of Mr. Bindiganavile Raghunath Preetham, (Mr. B R Preetham) (DIN: 03499506) as Executive Director designated as Executive Director & Group Chief Executive Officer of the Company with effect from September 8, 2023 till September 7, 2028 for a period of 5 (five) years. Mr. B R Preetham is not part of Promoter or Promoter Group.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, approved the re-designation of Mr. B R Preetham, from Executive Director & Group CEO to Joint Managing Director & Group CEO, with effect from August 24, 2026, till the remaining period of his tenure viz. September 7, 2028, subject to approval of shareholders by way of an ordinary resolution. Except for the change in his designation and revision in remuneration, the other terms and conditions as approved by the shareholders on September 8, 2023, shall remain valid and in full force and effect. The re-designation is in recognition of his sustained tenure, performance, and the scope of strategic and operational responsibility he has been discharging and brings his designation in line with the role he has been performing. The Board believes that this re-designation strengthens the Company's leadership bench, supports its succession planning framework in line with its obligations under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and provides a clear leadership pathway that reduces key-person concentration risk ahead of the Company's anticipated growth.

The approval of the Members is sought for change in designation of Mr. B R Preetham from Executive Director & Group Chief Executive Officer of the Company to Managing Director designated as Joint Managing Director & Group Chief Executive Officer of the Company with effect from

NOTICE (Contd.)

August 24, 2026 till the remaining period of his tenure as approved by the shareholders of the Company on September 8, 2023.

Further, based on the recommendation of the NRC and subject to the approval of Members at the AGM, the Board, at its meeting held on May 20, 2026, approved the revision in remuneration payable to Mr. B R Preetham with effect from April 1, 2026, during the remainder of his current tenure.

Nature of Duties

Mr. B R Preetham shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company and the business of any one or more of its Associated Companies, Joint Ventures and/or Subsidiaries, including performing duties as assigned by the Board from time to time by serving on the Boards of such Associated Companies, Joint Ventures/ Subsidiaries or any other Executive body or a Committee of such a Company.

Accordingly, the Members are requested to approve the revised remuneration payable to Mr. B R Preetham as set out below, with effect from 1 April 2026.

Remuneration to be effective from April 1, 2026:

- (a) Salary: In the range of ₹ 4.00 Cr (Rupees Four Crores Only) to ₹ 8.00 Cr (Rupees Eight Crores Only) per annum.
- (b) Commission: Not exceeding ₹ 4.00 Cr (Rupees Four Crores Only).

Annual Increments: The salary and commission as stated above will be increased every year within the range prescribed above during his remaining term as may be decided by the Board on recommendation of Nomination & Remuneration Committee (NRC) which will be based on merits and considering the Company's growth and individual performance, market conditions and such other factors, the NRC / or the Board may decide without seeking approval every year from the shareholders of the Company. However, the total remuneration payable to Mr. B R Preetham shall be within the prescribed limits of the Companies Act, 2013 or Listing Regulations, including amendments if any.

For transparency and good governance, the following is the remuneration (excluding perquisites, stock options, other benefits as per Company's policy) approved by the Board on recommendation of NRC for the financial year 2026-27 effective from April 1, 2026:

S. No.	Name of Executive Director	*Proposed Annual Commission for FY 27 (₹)	Salary for FY27 (₹)	Total (₹)
1	Mr. B R Preetham	1,50,00,000	4,00,00,000	5,50,00,000

**Commission will be approved by the Board on recommendation of NRC subject to proper evaluation of individuals and company's performance, market conditions and such other factors that may be decided by the NRC/ or Board and that too after the approval of Annual Audited Accounts of the Company. No fresh stock options were granted to him except as disclosed in the offer documents and other relevant documents during Initial Public Offering of the Company.*

Accordingly, the Members are requested to approve the revised remuneration payable to Mr. B R Preetham with effect from April 1, 2026, notwithstanding that the aggregate remuneration payable to him shall be within the prescribed limits of the Companies Act or Listing Regulations, including amendments if any.

Except for the change in his designation and revision in remuneration, the other terms and conditions as approved by the shareholders on September 8, 2023 shall remain valid and in full force and effect.

He shall continue to be liable to retire by rotation pursuant to the provisions of the Act. The remuneration, including perquisites and commission payable, in a particular financial year, shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 and Schedule V of the Act or any amendments or modifications that may be made thereto from time to time.

In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. B R Preetham shall be governed by Section II of Part II of Schedule V of the Act or any statutory modification thereof and the same shall be treated as minimum remuneration payable to him, subject to further approvals, if any, as may be required.

Except Mr. B R Preetham and their relatives, to the extent of their shareholding in the Company, if any, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 8 and 9 of the Notice. The Board recommends the resolutions set forth at Item No. 8 and 9 of the Notice for consideration and approval of the Members as ordinary resolutions.

NOTICE (Contd.)

The requisite details and information pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the Annexure-1 to the Notice.

ITEM NO. 10:

APPROVAL FOR APPOINTMENT OF MR. HARI KRISHNAN (DIN: 01566551) AS THE EXECUTIVE DIRECTOR OF THE COMPANY, DESIGNATED AS EXECUTIVE DIRECTOR & CEO- AEROSPACE, DEFENCE & SEMICONDUCTOR (ADS) DIVISION.

Mr. Hari Krishnan (DIN: 01566551) was appointed as the Additional Director designated as Executive Director & CEO-Aerospace, Defence & Semiconductor (ADS) division, by the Board on the recommendation of Nomination and Remuneration Committee at its meeting held on August 12, 2026, for a period of 5 years starting from August 12, 2026 till August 11, 2031, subject to the approval of shareholders. He has been associated with the Company since February 14, 2025, as CEO Aerospace, Defence & Semiconductor (ADS) division.

The Company has received the following declarations from Mr. Hari Krishnan:

- (i) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (1) and (2) of Section 164 of the Act,
- (ii) affirmation that he has not been debarred or disqualified from being appointed or continuing as Director of a company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

As per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on August 12, 2026, subject to approval of members at the 44th Annual General Meeting, Mr. Hari Krishnan (DIN: 01566551) was appointed as Additional Director, designated as Executive Director & CEO – Aerospace, Defence & Semiconductor (ADS) division of the Company for a period of 5 years, with effect from August 12, 2026 till August 11, 2031 on the terms and conditions as set out in this item of the notice and as per agreement executed between Mr. Hari Krishnan and the Company and whose office shall be liable to retire by rotation.

For transparency and good governance, the members to be informed that the Company approved ₹ 2.35 Cr. p.a.

salary of Mr. Hari Krishnan effective from April 01, 2026, prior to his appointment as an Executive Director & CEO ADS Division of the Company (excluding stock options, PF, Gratuity etc as per Company's policy). However, the Board on recommendation of the NRC on August 12, 2026, revised the fixed salary of Mr. Hari Krishnan to ₹ 3.00 Crores (excluding stock options) and Commission not exceeding ₹ 75.00 Lacs effective from August 12, 2026 till March 31, 2027 subject to the approval of shareholders.

The principal terms and conditions of appointment of Mr. Hari Krishnan (hereinafter referred to as "the Appointee") including his remuneration are as given below:

- A. Tenure of Appointment:** The appointment of Mr. Hari Krishnan as Executive Director (in the capacity of Whole-time Director) designated as Executive Director & CEO – Aerospace, Defence & Semiconductor (ADS) division shall be from for a period of 5 years, with effect from August 12, 2026 till August 11, 2031 or till the date of his relinquishment of his employment with the Company, whichever is earlier.
- B. Nature of Duties:** The Appointee shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company and the business of any one or more of its Associated Companies and/or Subsidiaries and/or Joint Ventures, including performing duties as assigned by the Board from time to time by serving on the Boards of such Associated Companies/ Subsidiaries and/or Joint Ventures or any other Executive body or a Committee of such a Company.
- C. Remuneration:** Mr. Hari Krishnan shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:
 - a) Salary: In the range of ₹ 3.00 Cr (Rupees Three Crores Only) to ₹ 7.00 Cr (Rupees Seven Crores Only) per annum.
 - b) Commission: Not exceeding ₹ 3.00 Cr (Rupees Three Crores Only). Commission will be approved by the Board on recommendation of NRC subject to proper evaluation of individuals and company's performance, market conditions and such other factors that may be decided by the NRC/ or Board and that too after the approval of Annual Audited Accounts of each financial year.

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- c) Annual Increments: The salary and commission as stated above will be revised every year within the range prescribed above during his term as may be decided by the Board on recommendation of Nomination & Remuneration Committee (NRC) which will be based on merits and considering the Company's growth and individual performance, market conditions and such other factors, the NRC or the Board may decide without seeking approval every year from the shareholders of the Company. However, the total remuneration payable to Mr. Hari Krishnan shall be within the prescribed limits of the Companies Act, 2013 or Listing Regulations, including amendments if any.
- d) Benefits, Perquisites, Allowances: In addition to above, Mr. Hari Krishnan shall be entitled to the following as per the Rules / or the Company's policy:
 - a. Allowances, Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity Fund.
 - b. Mediclaim Insurance Premium per month.
 - c. Leave in accordance with the Rules of the Company. Privilege Leave earned but not availed is cashable.
 - d. Car-pool, travel expenditure (excluding personal travel), facilities of any one club and personal security and
 - e. Options under Company's Employee Stock Option Plan As on date Mr. Hari Krishnan has been granted 50,000 options under the Employee Stock Option Plan 2018 prior to his appointment as Executive Director & CEO ADS Division of the Company. Out of total 50,000 options, 25,000 options were granted at a price of INR 1,144.25 per option and 25,000 options at a price of INR 1,699.20 per option.

D) Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the appointment, the Company has no profits or its profits are inadequate, the Company shall pay to him, remuneration by way of Salary, Benefits, and Perquisites as specified above.

E) Other terms of Appointment:

- (i) The Appointee shall not become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.
- (ii) The terms and conditions of the appointment of the Appointee may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Appointee subject to such approvals as may be required.
- (iii) The appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.
- (iv) The employment of the Appointee may be terminated by the Company without notice or payment in lieu of notice:
 - (a) if the Appointee is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associate company to which he is required to render services; or
 - (b) in the event of any serious, repeated, or continuing breach (after prior warning) or non-observance by the Appointee of any of the stipulations contained in the agreement to be executed between the Company and the Appointee ("Agreement"); or
 - (c) in the event the Board expresses its loss of confidence in the appointee.
- (v) In the event the Appointee is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
- (vi) Upon the termination by whatever means of the appointee's employment:
 - (a) the Appointee shall immediately tender his resignation from his offices held by him in any subsidiaries and associate companies and other entities without claim for compensation for loss of office;

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- (b) the Appointee shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the subsidiaries or associate companies.
- (vii) During the course of employment, the Appointee shall not engage, directly or indirectly, in any activity that competes with the business or offers services that are substantially similar to those provided by the Company.
- (viii) During the course of employment and for a period of 12 months following the termination of the employment with the Company, the Appointee shall not solicit or attempt to solicit any of the Company's clients, customers, suppliers, vendors, or employees for purposes of offering competitive services or employment with any other organization.
- (ix) If and when the Agreement relating to appointment expires or is terminated for any reason whatsoever, the Appointee will cease to be the Executive Director of the Company.
- (x) To the extent authorized by the law, the Appointee shall not disclose confidential information of the Company to any party (until and unless it is required to be disclosed for the purposes of business) during the term of his employment and thereafter for a period of one (1) year after the completion or termination of the employment whichever is earlier; and
- (xi) The Appointee is appointed as Executive Director & CEO – Aerospace, Defence & Semiconductor (ADS) division by virtue of his employment in the Company and his appointment shall be subject to the provisions of Section 196 and 197 and other applicable provisions, read with Schedule V of the Companies Act, 2013.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure-1 to the Explanatory Statement.

The Board recommends passing of the Resolution at Item No. 10 as an Ordinary Resolution in accordance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013.

Except Mr. Hari Krishnan, none of the Directors or Key Managerial Personnels or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 11:

APPROVAL FOR RE-APPOINTMENT OF MR. SAMIR PURUSHOTTAM INAMDAR (DIN: 00481968) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors on August 12, 2026 based on the recommendation of the Nomination and Remuneration Committee ("NRC") and subject to the approval of the Members had approved the re-appointment of Mr. Samir Purushottam Inamdar (Samir) (DIN: 00481968), as Non-Executive Independent Director for the 2nd term of 5 years effective from May 23, 2027. Mr. Samir currently is the Non-Executive - Independent Director of the Company and his first term will expire on May 22, 2027.

The Company has received the following declarations from Mr. Samir:

- (i) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (1) and (2) of Section 164 of the Act,
- (ii) a declaration to the effect that he meets the criteria of independence as provided in Section 149 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (iii) affirmation that he has not been debarred or disqualified from being appointed or continuing as Director of a company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

The NRC, after taking into consideration the skills, expertise and competencies required on the Board in the context of the business and sectors of the Company, has concluded and recommended to the Board that Mr. Samir's qualifications and rich experience adequately meet the skills and capabilities required for the role of an Independent Director of the Company.

The Board concurs with the recommendation of the NRC and is of the opinion that Mr. Samir possesses the core skills, expertise and competencies essential for the effective discharge of the role of an Independent Director

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and, in view of his significant contribution during his first tenure, wide ranging experience, integrity and proven track record, believes that his continued association would be of immense benefit to the Company.

Accordingly, the Board recommends his re-appointment as an Independent Director for the second term of five years starting from May 23, 2027 till May 22, 2032, to ensure continued guidance and strengthening of the governance standards of the Company. In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft letter of re-appointment of Mr. Samir as an Independent Non-Executive Director setting out the terms and conditions of appointment would be available for inspection by the Members, by writing an email to the Company at rajesh.modi@sansera.in, at the registered office of the Company, during the normal business hours. Further, hard copy inspection is also available at the registered office of the Company during the normal business hours.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, the resolution for re-appointment

of Mr. Samir as an Independent Director is placed before the Members for their approval. Further details as required under Listing Regulations and Secretarial Standard-2 for General Meetings are provided in Annexure-1 to this Notice. The Board recommends Resolution provided in Item No. 11 of this Notice for approval of the Members.

Except for Mr. Samir and his relatives, to the extent of their shareholding, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise, in the resolution as set out in Item no. 11 of the Notice.

Registered Office:

Plant 7, No. 143/A,
Jigani Link Road,
Bommasandra Industrial Area
Bengaluru 560105.

Place: Bengaluru

Date: August 24, 2026

By Order of the Board

Sansera Engineering Limited

Sd/-

Rajesh Kumar Modi

Company Secretary

Membership No. F5176

ANNEXURE-1**DETAILS OF THE DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE 44th AGM OF THE COMPANY**

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of Director	Mr. Subramonia Sekhar Vasan (S Sekhar Vasan)	Mr. Fatheraj Singhvi (F R Singhvi)	Mr. Bindiganavile Raghunath Preetham (B R Preetham)
DIN	00361245	00233146	03499506
Date of Birth and Age	March 02, 1953 (73 years)	March 15, 1955 (71 years)	October 12, 1970 (55 years)
Nationality	Indian	Indian	Indian
Date of First Appointment on the Board	December 15, 1981	March 3, 1991, vacated office on June 11, 2018 and again appointed as Joint Managing Director on August 06, 2024 for a period of 5 years. In this AGM, his designation is proposed to be re-designated from Joint Managing Director to Executive Vice Chairman, with effect from August 24, 2026.	September 08, 2023
Qualifications	Bachelor's degree in technology from Indian Institute of Technology (IIT), Madras and a post graduate diploma in management from Indian Institute of Management (IIM), Bangalore	Fellow member of the Institute of Chartered Accountants of India	B E (Mechanical Engineering) from Bangalore University
Relationship between Directors inter-se	Nil	Nil	Nil
Experience & Expertise in specific functional areas/ brief resume	Mr. S Sekhar Vasan is the Founder and has been a Director of the Company since incorporation. He holds a bachelor's degree in technology from Indian Institute of Technology (IIT), Madras and a post graduate diploma in management from Indian Institute of Management (IIM), Bangalore. He has over 44 years of professional experience in the field of technology, engineering, quality, manufacturing etc.	Mr. F R Singhvi, aged 71 years and brings over 44 years of professional and industry leadership experience in finance, audit, and strategic matters across the Automotive and Non-Automotive sectors. He is a Chartered Accountant and a member of the Institute of Chartered Accountants of India. He was earlier a Senior Partner at M/s. Singhvi, Dev & Unni from 1981 to 2006.	Mr. B R Preetham has been associated with the Company since 1992. He has over 33 years of experience and has oversight across all areas of Company's business including developing and maintaining relationships with companies and suppliers. Mr. Preetham has been the CEO of the group since 2013 and presently he is designated as Executive Director & Group CEO of the Company. Under his leadership, Sansera has grown

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Name of Director	Mr. Subramonia Sekhar Vasan (S Sekhar Vasan)	Mr. Fatheraj Singhvi (F R Singhvi)	Mr. Bindiganavile Raghunath Preetham (B R Preetham)
		Key Achievements: Recipient of the MAGIS Award from St. Joseph's College of Commerce, he serves as Founder President of the Aerospace India Association and on advisory boards of Adarsh and Surana Colleges. He was part Champions of Change cohort presenting directly to the Prime Minister regarding the Vision 2022 framework. He was the president of Automotive Skill council and Chairman Pillar 3 of ACMA Social Contributions: He leads impactful initiatives through Sansera Foundation, KMYF Artificial Limb Centre (fitting 50,000+ limbs free), D.R. Ranka-KMYF Dialysis Centre, Chairman of free scoliosis surgeries at Jain Hospital, and MAANSI mental health project for rural women by Rotary	from a revenue of ₹ 551 Crore in 2013 to around ₹ 3,498 Cr. in the last fiscal year and the Company has consistently performed above its peers in the automotive industry in terms of growth and profits on a year-on-year basis. He is responsible for long-term strategies, sustainable growth, diversification and also overseeing the day-to-day operations of the Company. He is a well-qualified and experienced professional with a robust team, handling various functions. Most of his team have been nurtured and groomed in the Company. He holds a degree in Mechanical Engineering from Bangalore University and began his career in manufacturing. Over the years, he assumed progressively broader and more complex responsibilities across Quality, Manufacturing, Marketing, New Product Development and Engineering before being appointed CEO in 2013. He was also instrumental in getting the Company listed through a very successful IPO in September 2021 and raising funds through QIP in October 2024. Apart from his leadership and entrepreneurship skills, he is a fitness enthusiast and an active sportsman. He contributes significantly to the community through the Sansera Foundation which does noteworthy work in Education and Health Care,

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Name of Director	Mr. Subramonia Sekhar Vasan (S Sekhar Vasan)	Mr. Fatheraj Singhvi (F R Singhvi)	Mr. Bindiganavile Raghunath Preetham (B R Preetham)
			primarily in the communities where the Company's manufacturing facilities are located. Further, he was appointed as Executive Director designated as Executive Director & Group CEO of the Company, for a period of 5 (five) years from the date of 41st Annual General Meeting i.e., September 08, 2023 till September 07, 2028. During the said period, the revenue of the Company increased to ₹3,498 Cr and the market capitalization of the Company also increased above ₹24,000 Cr.
Directorships held in other Public Companies (excluding Foreign Companies)	Nil	Nil	Nil
Names of listed entities from which the director has resigned in the past three years	Nil	Nil	Nil
Memberships / Chairmanships of Committees of other Public Companies including this company (includes only Audit Committee and Stakeholders Relationship Committee)	1	Nil	Nil
No. of equity shares held in the Company (self and as a beneficial owner) as on 31-03-2026	1,02,63,164	27,82,524	2,06,542
No. of Board Meetings attended during 2025-26	6	7	7
Terms and conditions of appointment / reappointment	As per the resolution passed by the shareholders on March 30, 2025 including proposed changes in this present notice read with explanatory statement thereto.	As per the resolution passed by the shareholders on March 28, 2024 including proposed changes in this present notice read with explanatory statement thereto.	As per the resolution passed by the shareholders on the on September 8, 2023 including proposed changes in this present notice read with explanatory statement thereto.

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Name of Director	Mr. Subramonia Sekhar Vasan (S Sekhar Vasan)	Mr. Fatheraj Singhvi (F R Singhvi)	Mr. Bindiganavile Raghunath Preetham (B R Preetham)
Remuneration last drawn in financial year 2025-26	₹ 5.48 Cr.	₹ 5.48 Cr.	₹ 4.46 Cr.
Details of Remuneration sought to be paid	As provided in explanatory statement above.	As provided in explanatory statement above.	As provided in explanatory statement above.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As mentioned above.	As mentioned above.	As mentioned above.

Name of Director	Mr. Hari Krishnan	Mr. Samir Purushottam Inamdar
DIN	01566551	00481968
Date of Birth and Age	September 06, 1966 (59 years)	July 30, 1958 (67 years)
Nationality	Indian	Indian
Date of First Appointment on the Board	August 12, 2026	May 23, 2022
Qualifications	B.E (Hons) in Mechanical Engineering from Birla Institute of Technology and Science, Pilani.	Bachelor of Engineering (Mechanical) from Mumbai University and Post Graduate Diploma in Management (MBA) from Indian Institute of Management ("IIM"), Calcutta.
Relationship between Directors inter-se	Nil	Nil
Experience & Expertise in specific functional areas/ brief resume	Mr. Hari aged about 59 years brings over 30 years of leadership experience in the forging and auto components industry, with a proven track record in business growth, operational excellence, and strategic leadership. He holds a B.E (Hons) in Mechanical Engineering from Birla Institute of Technology and Science, Pilani. Prior to joining us, he was holding key leadership roles in renowned organizations like CIE Automotive India Ltd (Bill Forge & Forging Division) as CEO, Joint Managing Director of Bill Forge Private Limited and Director in Apten Forgings Private Limited.	Mr. Samir is a post graduate in management from Indian Institute of Management, Calcutta (IIMC) and an engineering graduate from Bombay University. He has extensive general management experience of over 40 years. He was part of the automotive industry for over 15 years working for OEMs Maruti and with Tata Motors. Thereafter, as the CEO and MD of Tyco Electronics, he set up and developed the auto component business for Tata Motors, some Tier 1 companies as well as for exports. He has served as the President and CEO of major businesses of General Electric in South Asia and as the CEO & Managing Director of Tyco Electronics (today called TE Connectivity) in South Asia, for over 11 years. Mr. Inamdar has also invested successfully in various sectors and stages in his entrepreneurial innings in Private Equity and also as an angel investor. Mr. Inamdar serves as a board member on listed and start-up companies in India as well as in the US, including Sigma Engineered Solutions, a \$~400+ mill US-PE owned leader in aluminium castings and precision machining for Power T&D, Appliances markets in the US. He is the invited speaker for Executive Programs of Stockholm School of Economics and is a member of the Global Advisory Board of the Zurich headquartered global advisory firm, MAP. Mr. Inamdar is a Global Mentor with the Unreasonable Group of USA. He is a member of the Young Presidents' Organization - Gold (YPO-Gold) and the India Charter Member of The Indus Entrepreneurs (TiE).

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Name of Director	Mr. Hari Krishnan	Mr. Samir Purushottam Inamdar
Directorships held in other Public Companies (excluding Foreign Companies)	Nil	Nil
Names of listed entities from which the director has resigned in the past three years	Nil	Nil
Memberships / Chairmanships of Committees of other Public Companies including this Company (includes only Audit Committee and Stakeholders Relationship Committee)	Nil	1
No. of equity shares held in the Company (self and as a beneficial owner) as on 31-03-2026	-	657
No. of Board Meetings attended during 2025-26	Not Applicable	5
Terms and conditions of appointment / reappointment	As mentioned above.	As mentioned above.
Remuneration last drawn in financial year 2025-26	INR 1.86 Cr (excluding statutory payments, insurance and stock options granted as per Company's policy)	a) Sitting fee- ₹ 0.09 Cr b) Commission- ₹ 0.30 Cr
Details of Remuneration sought to be paid	As provided in the explanatory statement above.	As provided in the explanatory statement above.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As mentioned above.	As mentioned above.

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