OMNITECH

Date : September 2, 2026

TO, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051, Maharashtra **Script Symbol: OMNI**	TO, BSE Limited, Phiroze JeeJeebhoy Towers, Dalal Street, Mumbai-400001, Maharashtra **Script Code: 544720**

Dear Sir/Madam,

Subject: Submission of Annual Report for the Financial Year 2025-26 pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Annual Report of the Company for the financial year 2025-26, including the Notice of the 5th Annual General Meeting ("AGM"). The 5th AGM of the Company is scheduled to be held on Monday, September 28, 2026 at 4:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The Annual Report for the Financial Year 2025-26, including the Notice of the 5th AGM, is also available on the website of the Company at https://omnitecheng.com/investor/shareholders-meeting/.

Kindly take the above information on your record and disseminate to the members.

Thanking You,

Yours faithfully
For, Omnitech Engineering Limited

Vadhavana
Bhoomi
Manharbhai

Digitally signed by Vadhavana Bhoomi Manharbhai
DN: c=IN, o=Personal, title=0108,
pseudonym=c29c397f9f704e7b8ec07334e31922b5,
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serialNumber=559e267a0f6d96cb21d3654f59365f44eea1dc9e2c7f1f81ef75f7c4c646933e, cn=Vadhavana Bhoomi Manharbhai
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Bhoomi Manharbhai Vadhavana
Company Secretary & Compliance Officer
Membership No. ACS-54468

***(Encl.:** As above)*

OMNITECH®

PRECISION AT SCALE, CREATING SUSTAINABLE VALUE

ANNUAL REPORT **2025-26**

PRECISION AT SCALE, CREATING **SUSTAINABLE VALUE**

Omnitech Engineering Limited’s growth story is built on the conviction that precision and scale are not mutually exclusive, but mutually reinforcing. Great engineering rests on delivering both together, creating lasting value for customers, communities, and stakeholders alike.

From a single machining company in Rajkot to a platform now serving over 256 customers across 24 countries, the Company enters its next chapter, marked by new facilities, new sectors, and new possibilities. We deliver precision engineering at scale.

The Company continues to expand its capability base while maintaining the process discipline, certifications, and quality systems that safety-critical industries demand. This gives us an ability to scale without compromising precision, which remains central to how Omnitech competes and grows.

Precision at Scale, Creating Sustainable Value captures this spirit; it embodies the idea that capability and growth are not ends in themselves, but the means by which Omnitech deepens trust, expands possibility, and helps its customers, employees, and communities move forward, together.

ACROSS THE PAGES

CORPORATE OVERVIEW

STATUTORY REPORTS

FINANCIAL STATEMENTS

About Our Report

Through this report, we present Omnitech Engineering Limited's vision for driving delivery excellence, aligned with our core purpose, strategic priorities, and business model. It provides a transparent account of how we generate value for our stakeholders in the short, medium, and long term, encompassing our financial outcomes, environmental initiatives, societal contributions, and key achievements. The term 'Company', 'The Company', 'we', 'us', 'our', 'Omnitech', 'Omnitech Engineering' at all places shall mean Omnitech Engineering Limited.

Safe Harbour Statement

Certain elements of this Report contain forward-looking statements. These may be typically identified by terminology used, such as 'believes', 'expects', 'may', 'will', 'could', 'should', 'intends', 'estimates', 'plans', 'assumes', and 'anticipates', or negative variations. These forward-looking statements are subject to particular risks and opportunities that could be beyond the Company's control or currently based on the Company's beliefs and assumptions of future events. There could be a possibility of the Company's performance differing from expected outcomes and performance implied in this Report. With a varied range of risks and opportunities facing the Company, no assurance can be provided for future results to be achieved, as the actual results may differ materially for the Company and its subsidiaries.

ABOUT US

PRECISION ACROSS POSSIBILITIES

Omnitech Engineering Limited is a scaled precision-engineering platform with global customers, multi-process manufacturing capability, and an expanding qualification stack. The Company manufactures high-precision engineered components and assemblies used in safety-critical industries, ranging from small precision parts weighing just a few grams to large components exceeding 500 kg, serving applications across Energy (oil & gas, wind, and power), Motion Control and Automation, Industrial Equipment Systems and Others. With capabilities spanning design and engineering, machining, precision fabrication, surface treatment, assembly, and testing, Omnitech operates three manufacturing facilities in Rajkot, Gujarat, supported by a warehouse in Houston, USA, to serve a global customer base of over 256 customers across 24 countries.

Our Footprint

19 YEARS
IN OPERATION

24
COUNTRIES SERVED

₹1,711 mn.
EBITDA (+45.4% YoY)

256+
GLOBAL CUSTOMERS

₹5,113 mn.
REVENUE (+49.1% YoY)

₹793 mn.
PAT (+80.9% YoY)

Marquee Clientele

BUSINESS VERTICALS

CAPABILITIES ACROSS INDUSTRIES

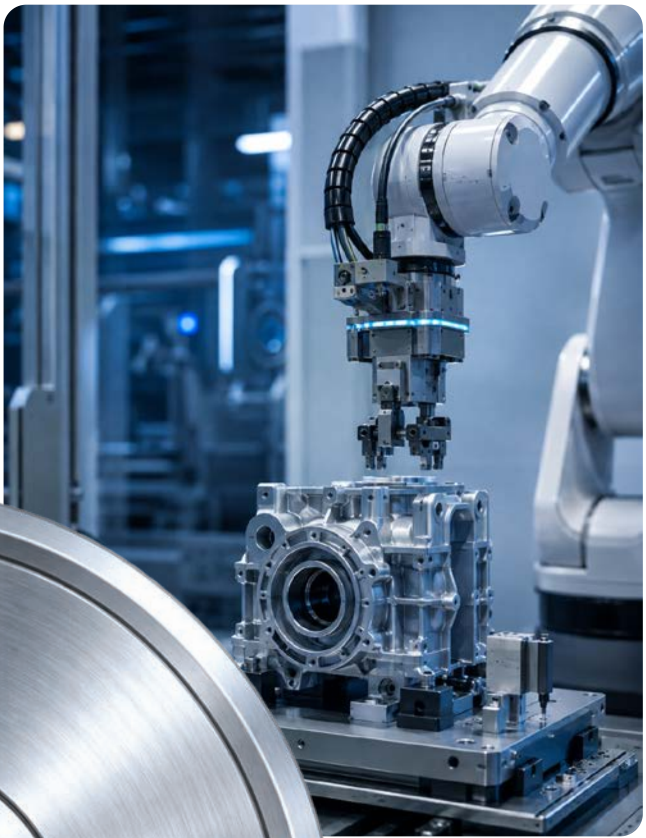
Omnitech's operations are organised across three core business verticals, each reflecting a distinct facet of the Company's precision-engineering capability. Together, these segments span critical infrastructure, industrial automation, and diversified mobility applications, positioning Omnitech as a broad-based manufacturing partner across global industrial value chains.

Energy

Energy is Omnitech's core end-use segment and remained its largest FY26 contributor by revenue, spanning Oil & Gas, Wind Energy, and Power applications. Within Oil & Gas, the Company is broadening its participation across the value chain, from upstream drilling and exploration to midstream flow-control and downstream refining, aiming to deepen customer wallet share by moving from individual components toward a broader scope combining machining, fabrication, special processes, and fully assembled and testing solutions.

Diversification within Energy now extends into renewable-energy and power-production applications, including gas turbines, leveraging the same core machining, material, and quality competencies across sub-segments. As component criticality rises, customer qualifications, reliability, and traceability have become increasingly central to how Omnitech competes and retains long-term programme relationships.

52.7%
FY26 REVENUE MIX



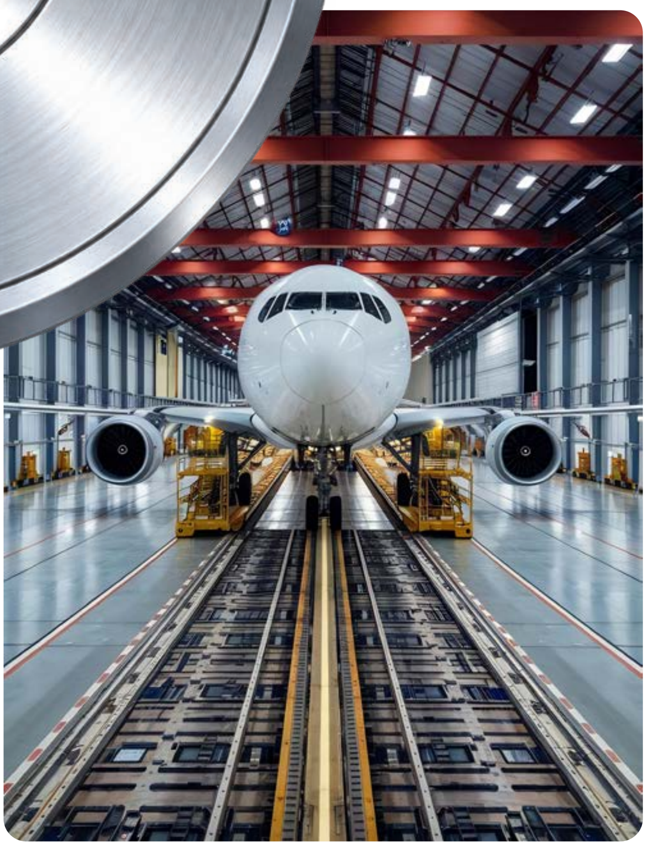
Motion Control and Automation

Motion Control & Automation is a foundational business vertical for Omnitech, reflecting the Company's long-standing precision-machining heritage and manufacturing journey, which was built on electro-mechanical precision, industrial automation, and the reliable movement and control of equipment. From precision components for drives and electro-mechanical systems, the portfolio has since broadened across actuator systems, motors, flow control, sensors, automation, hydraulics, robotic systems, and conveying and handling applications.

This segment draws on the same manufacturing backbone that underpins the Company's Energy business, reinforcing Omnitech's broader strategy of deploying shared capabilities across distinct end-use markets rather than building segment-specific infrastructure from scratch. This deep, installed engineering know-how remains a core diversification engine for the Company and an important foundation for developing higher-value assemblies.

25.0%

FY26 REVENUE MIX



Industrial Equipment Systems

Industrial Equipment Systems gives Omnitech exposure to a broad set of applications beyond its core Energy and Motion Control franchises, spanning aerospace ground support equipment, construction and earth-moving equipment, machinery for diverse applications, winches and hoists, and heavy-duty hydraulic and pneumatic systems. The common thread across this segment is precision, reliability, and the ability to manufacture varied component geometries at scale, resulting in a well-diversified portfolio across demanding industrial and mobility-support applications.

15.9%

FY26 REVENUE MIX

CHAIRMAN & MANAGING DIRECTOR'S MESSAGE

A YEAR OF STRONG PROGRESS

Do your best and Karma will ensure it bears fruit.

Udaykumar Arunkumar Parekh
Chairman and Managing Director

Dear Shareholders,

Over the years, Omnitech has evolved from a precision machining company into a diversified precision engineering organisation serving customers across Energy, Motion Control & Automation, Industrial Equipment Systems and other specialised industrial applications.

As we move forward, your Company is progressively evolving into a strategic manufacturing partner to our customers, with increasing participation in end-to-end Precision Engineering Solutions. Our objective is to progressively undertake a wider scope of customer requirements - from engineering support and precision machining to Engineering fabrication, special processes, assembly, testing and supply-chain execution - enabling us to move further up the value chain from individual components to sub-assemblies, assemblies and, selectively, complete finished products.

This evolution allows us to deepen our capabilities, increase our value addition and build stronger, long-term partnerships with our customers.

Financial Performance

FY26 reflected the strength of this platform. Consolidated Revenue from Operations increased 49.1% to ₹5,113.0 million, EBITDA grew 45.4% to ₹1,711.1 million, and Profit After Tax rose 80.9% to ₹793.4 million, with EBITDA margin at 33.5% and PAT margin at 15.5%. our Company's order book crossed ₹30,330 million as of 25 May 2026, up sharply from ₹2,837 million a year earlier, and includes a multi-year order from Weatherford valued at over US$100 million, providing healthy visibility as we enter the next phase of growth. We also strengthened our balance sheet meaningfully during the year, with net debt to equity improving to 0.34x from 1.60x, supported by capital raised through our listing on the NSE and BSE.

IPO Proceeds

Proceeds from our Company's initial public offering have been directed towards strengthening its balance sheet and supporting planned capacity expansion, including the proposed facility expansion at Chhapara and the commissioning of a new manufacturing facility in Hyderabad. This strengthened capital base is expected to support our Company's ability to expand its order book further, fund ongoing capacity ramp-up, and pursue qualification and development work in new strategic sectors such as Gas Turbines, Data-Center infrastructure, and Aerospace & Defence.

FY2025-26 marked another important year in Omnitech Engineering Limited's continuous journey of growth and transformation. During the year, your Company sustained strong business momentum while further expanding its manufacturing, engineering and organisational capabilities. More importantly, the progress achieved during the year has strengthened the foundation for Omnitech's next phase of development - one focused on greater scale, broader capabilities, deeper customer partnerships and sustainable value creation.

Building on Our Foundation, Expanding into New Frontiers

Omnitech's journey has been one of progressive capability building and expansion into increasingly demanding engineering applications.

Our foundation was built through Motion Control & Automation and Industrial Equipment Systems, where we developed our core strengths in precision machining, engineering excellence, quality and reliable execution. These businesses continue to remain important to Omnitech as automation, robotics, flow control, hydraulics, electromechanical systems and industrial equipment increasingly require sophisticated and high-precision engineering solutions.

Building on this foundation, we progressively expanded into the Energy sector, particularly Oil & Gas, which has today become our largest end-use segment. Over the years, we have broadened our participation across the Oil & Gas value chain, from upstream drilling and exploration to midstream flow-control and downstream applications. We are also evaluating and developing opportunities across new and evolving areas of the Energy value chain, leveraging our existing precision engineering capabilities and global customer relationships.

Together, our established businesses have created a strong and diversified foundation for Omnitech. In FY26, we served more than 256 global customers across 24 countries, with approximately 75% of our revenue generated from outside India.

Building the Next Growth Platforms

As we look ahead, we are taking the same disciplined approach to building Omnitech's next growth platforms.

We have commenced First Article development, customer qualification and capability-building initiatives across Gas Turbine & Power Generation Value Chain, Data Center infrastructure, and Aerospace & Defence. These sectors represent a natural progression of our precision engineering capabilities into applications requiring increasingly higher levels of engineering complexity, quality assurance, process control and manufacturing discipline.

Aerospace & Defence represents an important long-term opportunity in this journey. Our Metoda and Chhapara facilities have achieved AS9100:2015 certification, while our journey towards NADCAP accreditation for specialised processes, including Surface Treatment, NDT and Welding, is progressing.

Our approach remains systematic and long term. Just as Omnitech progressed from Motion Control & Industrial Equipment into Energy and Oil & Gas, we are now building the capabilities required to expand into Aerospace & Defence, Gas Turbine, Data Center infrastructure and other advanced engineering applications.

We believe this step-by-step evolution - building capabilities, earning customer qualifications and progressively moving into higher-value applications - will continue to broaden Omnitech's addressable market and create new platforms for sustainable long-term growth.

Capacity and Capability

Capacity and capability will move together. The proposed Chhapara expansion has been initiated, alongside commissioning of our new facility in Hyderabad and solar roofing at Chhapara, which form key FY27 initiatives, while automation, metrology, special-process qualification and digital systems will continue to strengthen execution. Our installed capacity already grew 52.7% during FY26, and this expansion will further support our transition towards long-term contract manufacturing relationships and deeper integration within global supply chains.

Sustainability and People

Sustainability will remain an important part of this growth journey. Our initiatives in renewable energy, resource efficiency and responsible manufacturing are aimed at improving both operational competitiveness and environmental performance. Equally important will be continued investment in our people, engineering skills, culture and leadership capabilities.

Looking Ahead

As we look ahead, our priorities remain clear: execute our order book efficiently, deepen our presence in existing industries, develop new strategic sectors, expand capacity prudently and strengthen our position as a trusted engineering and manufacturing partner to global customers. We remain focused on delivering sustainable growth with quality, capital discipline and long-term customer partnerships at the centre of our operating model.

I thank our customers, employees, business partners and shareholders for their continued trust and support. We look forward to building the next chapter of our Company together.

Warm regards,

Udaykumar Arunkumar Parekh
Chairman and Managing Director

INITIAL PUBLIC OFFERING

BECOMING THE INSTITUTION WE SET OUT TO BE

FY2025-26 marked a defining chapter in our growth story as we took Omnitech Engineering public, listing on the NSE and BSE on March 5, 2026. Our Initial Public Offering gave institutional and retail investors the opportunity to participate in a Company built on nearly two decades of precision-manufacturing expertise, and represented a significant step in strengthening our capital base to support the next phase of our expansion.

We remain committed to building long-term value for the shareholders who have placed their trust in us. As a listed entity, we now carry that trust forward with greater transparency, deeper accountability, and a strengthened platform from which to pursue our growth priorities across Energy, Motion Control and Automation, Industrial Equipment Systems, and our emerging focus areas in Gas Turbine, Aerospace, Defence, and Data-Center infrastructure.

Use of Proceeds

Proceeds from the fresh issue have been directed toward strategic priorities we have long identified as central to our growth including repaying existing debt, funding capital expenditure, and establishing two new manufacturing facilities, including our upcoming plant in Hyderabad and the expansion of our Chhapara facility.

Key IPO Numbers

IPO size
₹583 crore

Price band
₹216-227 per share

Anchor investor bidding date
24 February 2026

IPO subscription period
25-27 February 2026

Listing date
5 March 2026

Implied valuation (upper price band)
Over ₹2,800 crore

Fresh issue component
₹418 crore

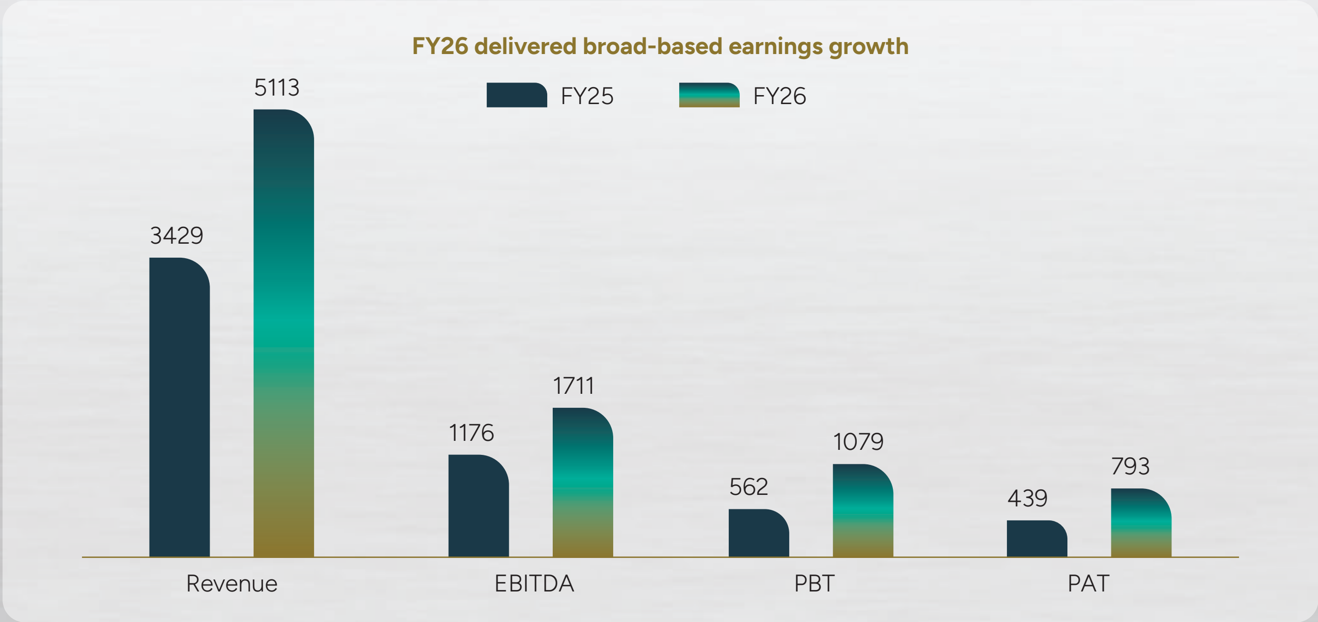
Offer for sale (OFS) component
₹165 crore

KEY PERFORMANCE INDICATORS

ENGINEERED TO COMPOUND

FY26 was a year of significant financial and operational progress for the Company, reflecting the strength of its expanding manufacturing platform and deepening customer relationships. FY26 delivered substantial growth in revenue, EBITDA, PBT and PAT, accompanied by a stronger year-end liquidity profile.

Financial Highlights



49.1%
Revenue growth
FY26 vs FY25

45.4%
EBITDA growth
FY26 vs FY25

92.0%
PBT growth
FY26 vs FY25

80.9%
PAT growth
FY26 vs FY25

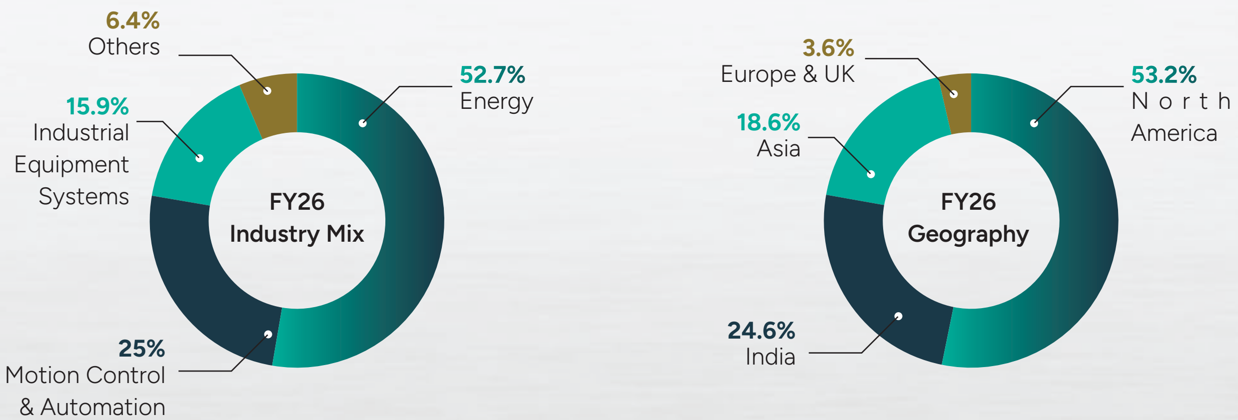
Profitability and Return metrics

Metric	FY26	FY25
EBITDA margin	33.5%	34.3%
PBT margin	21.1%	16.4%
PAT margin	15.5%	12.8%
ROCE	13.7%	16.1%
ROE	11.7%	21.6%

Revenue Mix & Customer Markets

Omnitech's FY26 revenue mix reflects a portfolio built for resilience as much as scale. A large Energy franchise anchors the business, complemented by meaningful participation in Motion Control & Automation and Industrial Equipment Systems, and supported by a customer base diversified across geographies and industries. This architecture allows the Company to leverage a common manufacturing backbone of precision machining, fabrication, and quality systems across distinct customer applications, while reducing dependence on any single end-use market.

Diversified by end-use industry and geography



**'Others' includes end-user industries which are not classified into any mentioned above, such as metal forming and other diversified industrial applications. Industry classification is based on information available with us and our understanding of the principal business of our customers.*

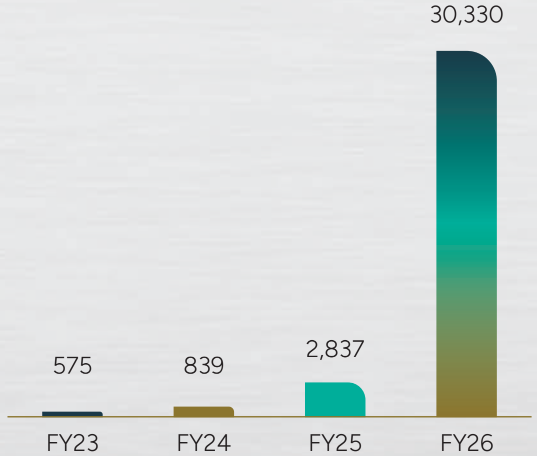
~75%
REVENUE OUTSIDE INDIA

Order Book

As of 25 May 2026, Omnitech's order book stood at ₹30,330 million, surpassing the ₹10,000 million mark for the first time. This was split across Energy (73.7%), Motion Control & Automation (13.7%), and Industrial Equipment Systems (12.6%). This mix mirrors the Company's revenue architecture and underscores Energy's continued weight as the primary growth engine, while its scale provides multi-year revenue visibility and raises the execution imperative around capacity, working capital, and programme discipline.

₹30,330 mn
ORDER BOOK (25 May 2026)

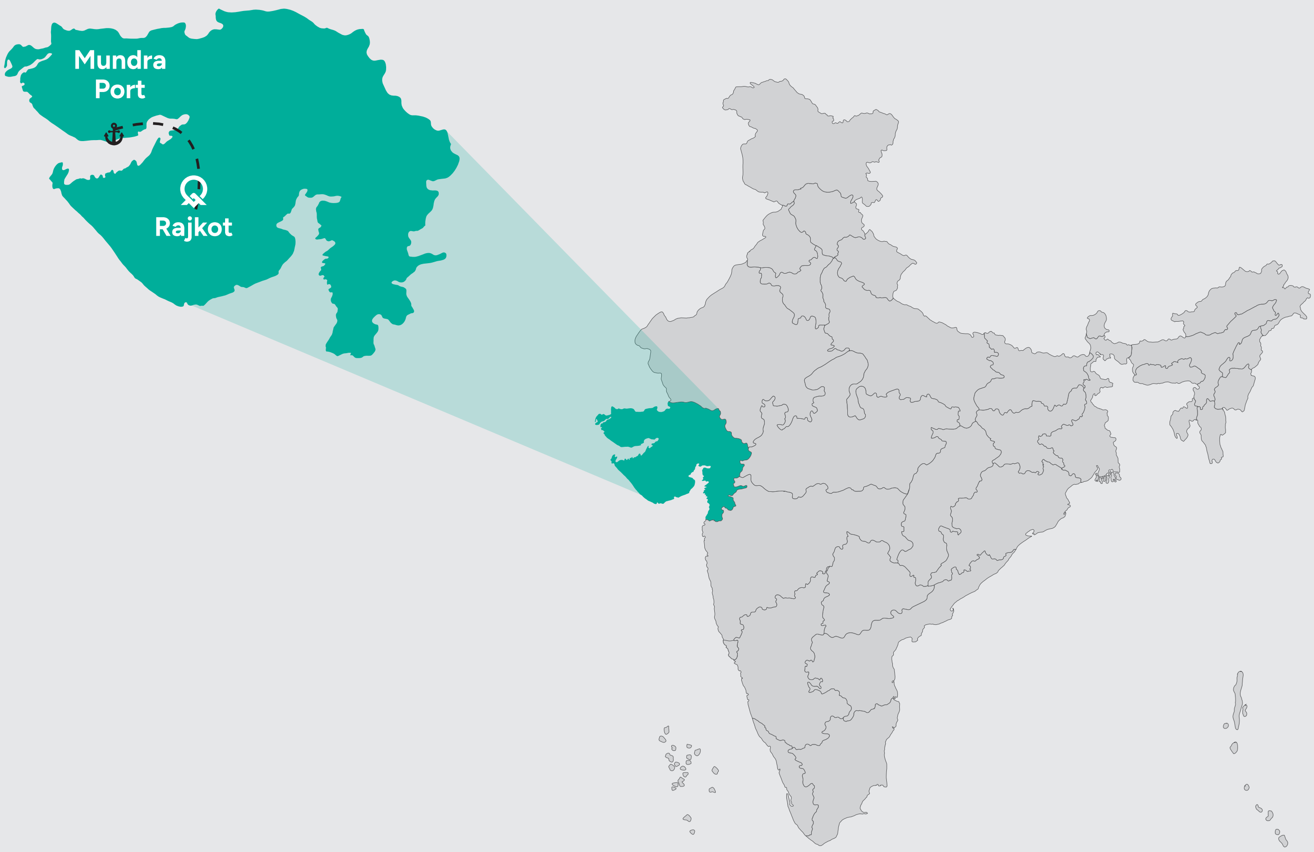
Order book expanded to INR 30,330 million



MANUFACTURING FACILITIES

ENGINEERING PRECISION-DRIVEN OUTCOMES

Our manufacturing facilities in Rajkot are situated within a robust industrial ecosystem, and are designed for scale and flexibility. Their locational advantages include access to a skilled labour force and vendor base. We also have a warehouse in Houston, USA, operated by our subsidiary, Omnitech Group Inc., which helps us cater to our customers in the USA.



Have a **warehouse in Houston, USA,** operateby our Subsidiary, Omnitech Group Inc. which helps us **cater to our customers in USA.**

3
MANUFACTURING FACILITIES

80,802.68 SQ. M
MANUFACTURING AREA

2,649,504 mn.
ANNUALISED MACHINING HOURS

Manufacturing Facilities

Existing Facility 1: Metoda

Annualized Installed Capacity 706,992 in hours

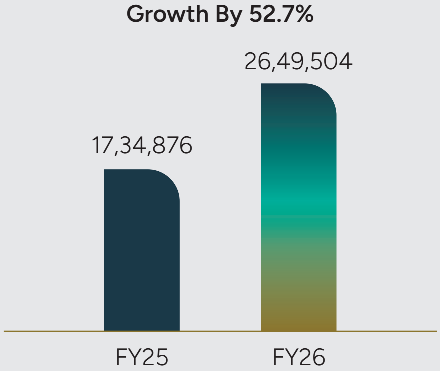
Existing Facility 2: Chhapara

Annualized Installed Capacity 1,805,232 in hours

Existing Facility 3: Padavala

Annualized Installed Capacity 137,280 in hours

Installed Capacity (Hrs.)



As a part of the Existing Facility 3 at Padavala, Rajkot, Gujarat, we have recently set up a Precision fabrication line with annualized fabrication capacity of 7,200 MTPA which should further help us in supplying fully assembled components and Products to our customers.

Manufacturing Competencies

- Deployed Industrial Robots for Certain Machine Lines
- Machines for Dimensional Measurement
- Dedicated Testing Centre
- Utilise IoT 4.0 Solutions to optimise operational efficiency

**Calculation for installed capacity assumes 26 working days in a month and 22 working hours in a day; machines from erstwhile facilities of our Company have been consolidated into Existing Facility 2 and capacity and capacity utilization numbers for Existing Facility 2 include data for such machines from Fiscal 2023 onwards.*

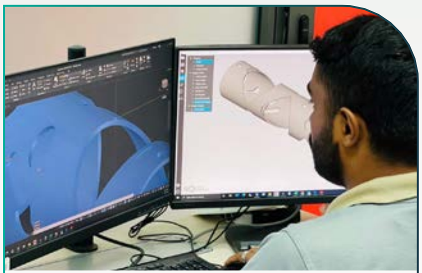
TECHNOLOGY AND QUALITY CONTROL

THE INTERSECTION OF CAPABILITY AND INFRASTRUCTURE

Manufacturing scale creates sustainable value only when paired with process capability, measurement discipline, customer approvals and robust traceability. Omnitech's approach reflects this through a meticulous, multi-stage process spanning design and engineering, and testing and quality inspection, supported by a broad range of manufacturing capabilities and diverse machinery.

Comprehensive Manufacturing Capabilities

Our manufacturing capabilities span the entire production lifecycle, enabling us to deliver fully finished, ready-to-deploy components and Assemblies.



Design & Engineering (Including 2D & 3D Modeling)

Machining

Fabrication

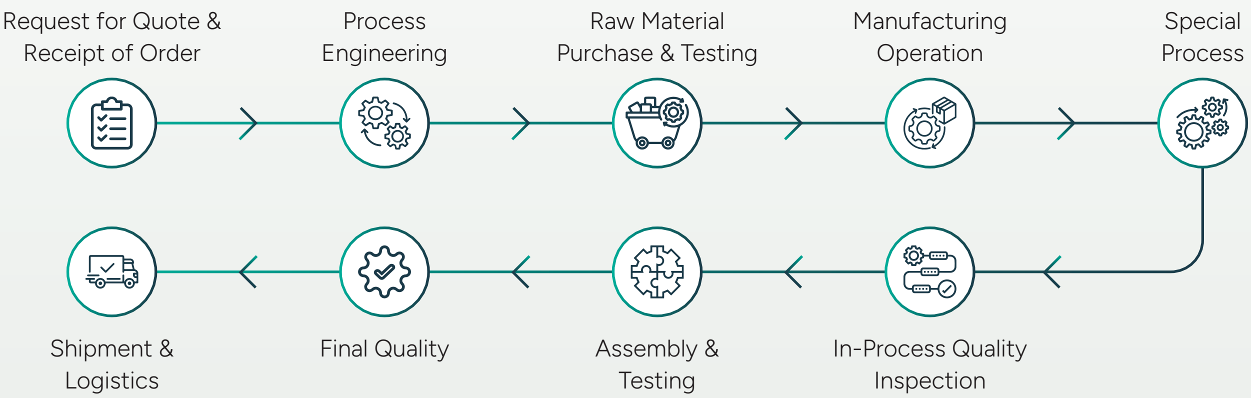
Surface Treatment

Assembly

Testing and Quality Inspection

A Structured, End-to-End Manufacturing Process

Every component we manufacture follows a disciplined, end-to-end process built for precision, consistency, and reliability, ensuring high-quality outcomes across our range of engineered components and assemblies.

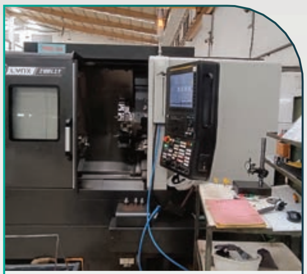


A Diverse, High-Precision Machine Fleet

Our manufacturing facilities are equipped with a diverse fleet of advanced machinery, giving us the versatility to manufacture complex, high-tolerance components and Assemblies at scale. We further have in-house facility to carry out special processes such as phosphating (zinc and manganese), copper plating, zinc plating, electroless nickel plating and stellite welding.


CNC Machines

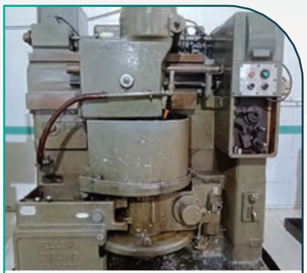

VMC Machines


TMC Machines


Lapping Machines


Sliding Headstock Machines


Grinding Machines

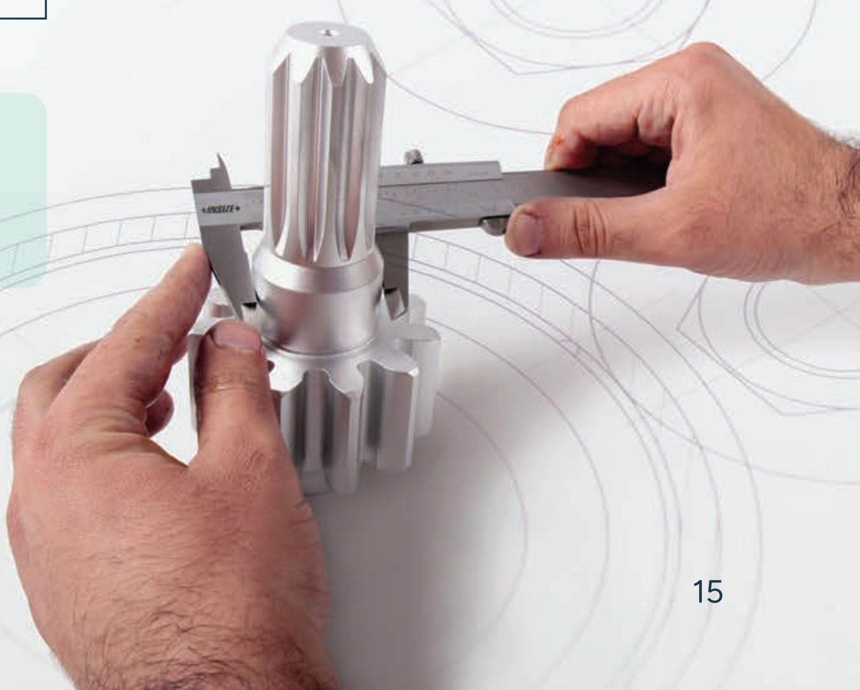

Gear Machines


Gun drill and honing Machines


Laser Cutting Machines


Robotic Welding Machines

5 MICRONS
PRECISION CAPABILITY



STRATEGY AND GROWTH FRAMEWORK

MOVING WITH THE MARKETS

India's re-industrialisation, alongside the global shift toward precision-critical, safety-regulated manufacturing, provided Omnitech with the demand backdrop to scale its core business, build adjacent growth engines, and enter high-compliance sectors through qualification-led execution. Each of these moves reflects the same underlying trend: value migrating from commodity fabrication toward high-tolerance, certification-heavy components.

Strategic Objective

To evolve from a precision-machining supplier into a broader, qualification-led engineering partner across energy and other mission-critical industrial value chains, while retaining the operating discipline that built the core business.

Strategic Priorities

Priority	FY27–FY29 Management Focus
Convert the core / Deepen core industries	Deliver the Energy order book with on-time, right-first-time execution and disciplined working capital, while increasing wallet share across Energy, Motion Control & Automation, and Industrial Equipment Systems and broadening scope from components to assemblies where value-accretive.
Deepen Motion Control	Expand wallet share in long-standing motion-control, automation, and fluid-power customer relationships.
Launch gas-turbine programmes / Customer & geography diversification	Secure qualified development orders and prove material/process capability with selected OEM/Tier-1 customers, while adding programmes and customers across regions and preserving quality, delivery, and cash-conversion discipline.
Build data-center entry points	Win physical-infrastructure component opportunities through power, cooling, and flow-control equipment partners, establishing and scaling a foothold in data-center infrastructure supply chains.
Scale aerospace & defence / First Article qualifications	Convert First Article development orders into repeat programmes and progress special-process qualifications; First Article development work has commenced in Aerospace & Defence, using FA discipline as a gated path to repeat serial production.
Technology & process depth	Advance automation, metrology, digital traceability, special processes, and qualification systems.
Sustainability	Use solar, process efficiency, EHS, and responsible sourcing to strengthen long-term customer relevance.

Capacity Roadmap

On the capacity front, FY27 priorities are anchored around converting order-book visibility into on-time, right-first-time delivery while strengthening the Company's sustainability positioning.

- Commission the Hyderabad manufacturing facility for supporting selected growth programmes.
- Progress the proposed new facility at Chhapara to support order-book conversion and additional capacity.
- Implement solar roofing at the existing Chhapara facility, reinforcing the Company's commitment to sustainable manufacturing.
- Continue investment in automation, IoT, and process-control systems to safeguard capability and quality as volumes scale.

Chhapara
Capacity expansion
FY27 initiative

NADCAP
Qualification
In progress

Capability Roadmap

Omnitech's manufacturing capabilities rest on a well-established foundation across precision machining, fabrication, quality systems, and certifications, with the Company now advancing these capabilities to meet the requirements of higher-value, more demanding programmes.

Capability	Current Foundation	Next-Phase Emphasis
Precision Machining	CNC, VMC, TMC, sliding headstock, grinding, gear, gun-drill, honing, and lapping machines	Programme-specific capability studies and advanced materials for tighter-tolerance process windows
Precision Fabrication / Special Process	Laser cutting, welding, phosphating, plating, electroless nickel, and stellite welding	Qualified procedures and customer- and sector-specific capabilities
Quality / Metrology	Dedicated testing centre with comprehensive dimensional measurement capability	Digital traceability, advanced inspection, and audit readiness
Qualification Stack	ISO 9001, ISO 14001, ISO 45001, AS9100, IATF 16949, and API approvals	NADCAP progress across Surface Treatment, NDT, and Welding, alongside completion of FA qualification

Avenues of Growth

Omnitech has identified three targeted adjacencies where it can apply its existing precision-engineering capabilities while building the additional qualifications each end market requires.

Gas Turbines

Build a qualified pipeline for selected precision-machined and fabricated components used in turbine auxiliaries, fuel/flow-control systems, and balance-of-plant equipment. The initial focus is on customer qualification, materials and process capability, and development orders, ahead of scaled capital deployment.

Data Centers

Participate through the physical infrastructure stack, including power generation, backup and reliability systems, cooling, and flow-control equipment, rather than IT hardware. The entry thesis leverages capabilities already developed through the Company's Energy and Motion Control applications.

Aerospace & Defence

Convert existing capability into repeat programmes. Metoda and Chhapara have received aerospace approval under AS9100, NADCAP certification work is progressing across Surface Treatment, NDT, and Welding, and four First Article development orders have been received to date.

AWARDS AND ACCREDITATION

A TESTAMENT TO THE QUALITY WE DELIVER

A track record of customer recognition, management-system certifications, and sector-specific approvals reinforces Omnitech's quality proposition.

Recognition in the Market

Multi-year supplier awards reinforce a long-standing emphasis on quality, delivery and business performance.



2016

Best Supplier Award (Silver) from Power Build; Soaring Eagle Award from John Bean Technologies

2019–21

Supplier Excellence recognition from Dover Corporation across overall business performance, quality, and delivery

2026

Listed on NSE and BSE

2026

Received 2 Golds + 1 Silver at the CII Institute of Quality 21ST National Level 3M Kaizen competition

Accreditations and Approvals

Our established qualification stack, including ISO, IATF, AS9100, and API certifications, significantly enhances our ability to pursue strategic opportunities across the industrial, automotive, aerospace, and energy sectors.

CERTIFICATE

dqs

Omnitech Engineering Pvt Ltd.

AS9100:2016

2023

ISO 9001, ISO 14001, and ISO 45001 certification milestones for Existing Facility 1

Certificate

Standard IATF 16949:2016

Certificate Holder: Omnitech Engineering Pvt. Ltd.

Scope: Manufacturing of Machined Components

Excluding Product Design

Validity: The certificate is valid from 2023-04-03 until 2026-04-02.

Release date: 2023-04-03

TÜVRheinland

2024

IATF 16949 and AS9100 certifications; management-system certifications for Existing Facility 2

API

REGISTRATION NO. Q1-5155

Certificate of Registration

OMNITECH ENGINEERING LIMITED

Rajkot, Gujarat

India

API Spec Q1, 10th Edition

Effective Date: JANUARY 23, 2025

Expiration Date: JANUARY 25, 2027

Registered Since: JANUARY 25, 2024

API Spec Q1 Registered

2025

American Petroleum Institute registrations for Oil & Gas; management-system certifications for Existing Facility 3

SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY

BUILDING CAPABILITIES, BUILDING THE FUTURE

At Omnitech, sustainability is embedded within our broader business strategy. Our ESG framework rests on resource efficiency, responsible manufacturing, and ethical governance, creating long-term value for customers, employees, communities, and shareholders, while strengthening resilience and accountability across the business.

Responsible growth combines resource efficiency, strong EHS systems, and community-focused priorities under the Company's CSR Policy, ensuring that scale-up across new manufacturing lines and customer programmes is matched by parallel investment in people, safety, and community wellbeing.

Integrating Sustainability across the Business

ESG governance is closely integrated with the Company's risk management, business continuity, and compliance frameworks. Sustainability is treated as an integral part of business continuity rather than a standalone function, with oversight flowing from the Board and the ESG Committee, through a dedicated leadership team to a cross-functional task force, supported by regular internal reviews via a digitalised ESG tracking platform that ensures accountability at every level.

Environmental Priorities

Priority

The priority is to reduce operational resource intensity while raising energy and process efficiency across facilities. Solar roofing at Chhapara, ISO 14001 management systems, process optimisation, and waste reduction remain central to this effort.

Way Forward

- Embed EHS, quality, and traceability training into new-line commissioning and customer-programme ramp-up
- Use renewable energy and process-efficiency initiatives as both cost-control and customer-relevance enablers

People and EHS

Priority

People and the surrounding communities remain central to operations. ISO 45001 systems, technical and digital upskilling, a strong quality culture, and safe operating practices continue to build workforce capability for more automated, compliance-intensive programmes.

Way Forward

- Build specialist skills in aerospace/defence, Related Industry, NDT, special processes. strengthen workforce readiness through first Articles for higher-compliance programmes.

Building India's Future

Guided by our Board's CSR Committee, our FY26 community work focused on strengthening India's future engineering and manufacturing workforce through vocational and skill-based training, alongside health, sanitation, and welfare initiatives near our plants.

CSR Focus Area	Description	SDG
Education	Promoting education and enhancing vocational skills.	4 Quality Education
Health & Wellbeing	Eradicating hunger, poverty, and malnutrition; promoting healthcare and sanitation.	1 No Poverty; 2 Zero Hunger; 3 Good Health and Well-Being; 6 Clean Water and Sanitation
Disaster Support	Providing rescue support for natural calamities and raising awareness.	11 Sustainable Cities and Communities; 13 Climate Action
Inclusion & Care	Empowering women and supporting homes/ hostels for women, orphans, and the elderly.	5 Gender Equality; 10 Reduced Inequalities

₹9.92 mn
CSR Spend in FY25-26

BOARD OF DIRECTORS

ANCHORED BY STRONG GOVERNANCE

Mr. Udaykumar Arunkumar Parekh

Chairman and Managing Director

Mr. Udaykumar Arunkumar Parekh is the Chairman, Managing Director, and one of the Promoters of the Company, responsible for its day-to-day operations. He holds a Bachelor's degree in Mechanical Engineering from V.V.P. Engineering College, Rajkot, Saurashtra University, and a Diploma in Mechanical Engineering from the Technical Examinations Board, Gujarat State, Gandhinagar. He has been associated with the Company since its incorporation and was previously associated with Jyoti CNC Automation Private Limited as a Sales Executive. He also serves as CEO and President of Omnitech Group, Inc., the Company's wholly owned subsidiary in the United States of America, with 19 years of experience in the machining industry.

Mr. Paras Mukundrai Parekh

Whole-Time Director and Chief Financial Officer

Mr. Paras Mukundrai Parekh is the Whole-Time Director and Chief Financial Officer of the Company, responsible for its day-to-day operations. He holds a Bachelor's degree in Commerce from J.C. Education Trust Commerce College, Junagadh, Saurashtra University, and a Master's Degree in Business Administration from the Sinhgad Institute of Business Administration and Research, Pune. He has been associated with the Company since 2014, having joined as Vice President, Finance and Accounts, and also serves as Vice President, Treasurer, and Secretary of Omnitech Group, Inc. Prior to joining the Company, he was associated with Kotak Mahindra Bank, Ahmedabad, as Assistant Manager, and HDFC Bank Limited, Rajkot, as Deputy Manager, with 18 years of experience across banking and the precision engineering components industry.

Mr. Mahendra Tribhuvan Panchasara

Independent Director

Mr. Mahendra Tribhuvan Panchasara is an Independent Director of the Company. He holds a Diploma in Mechanical Engineering and a Diploma in Electrical Engineering from Government Polytechnic, Rajkot, Technical Examinations Board, Gujarat State. Prior to joining the Company, he was associated with Rupkala Engineering Works as a partner, and is also a director of Rupkala Engineers Private Limited, with 42 years of experience in the manufacturing industry.

Mr. Punitbhai Mahendrabhai Sodha

Independent Director

Mr. Punitbhai Mahendrabhai Sodha is an Independent Director of the Company. He holds a Bachelor's degree in Commerce from Saurashtra University and is a Fellow Member of the Institute of Chartered Accountants of India, holding a certificate of practice since 2013. He was previously associated with HDFC Bank Limited as Senior Manager and operated a sole proprietorship under the name Punit Sodha & Associates. He is currently a partner at SCSSK & Associates and a director at Ascentiq Consultancy Private Limited, with 20 years of experience in banking and accounting.

Ms. Dharmi Arunbhai Parekh

Non-Executive Director

Ms. Dharmi A Parekh is a Non-Executive Director and one of the Promoters of the Company. She holds a Bachelor's degree in Commerce from Shreemati Nathibai Damodar Thackersey Women's University, Mumbai. She was associated with the Company from April 2016 to March 2025 as Assistant Manager, Administration, with 9 years of experience in administration and management.

Mr. Ketan Chandrakant Doshi

Independent Director

Mr. Ketan Chandrakant Doshi is an Independent Director of the Company. He holds a Bachelor's degree in Mechanical Engineering from M.S. Ramaiah Institute of Technology, Bangalore University. He is a partner at M/s Ashok Engineering & Foundry Works and M/s United Realty, and was previously associated with Kalpak Auto Private Limited as Director, with 20 years of experience in the manufacturing industry.

Mrs. Vidhi Nishit Shah

Independent Director

Mrs. Vidhi Nishit Shah is an Independent Director of the Company. She holds a Bachelor's degree in Commerce from M.M.G. Mahila Arts & Commerce College, Junagadh, Saurashtra University, and a Master's degree in Business Management & Administration, specialising in Finance, from Gujarat Technological University. She has also completed a Diploma in Taxation Laws & Practice from J.C. Educational Trust Law College, Saurashtra University, Junagadh. Prior to joining the Company, she was associated with Ma Foi Management Consultants Ltd., where she was deputed to Fascel Limited as Customer Care Executive, and previously worked with Exide Life Insurance Limited as Senior Sales Officer, Doshi Accountants (S) Pvt. Ltd. as Accountant Assistant, and ING Vysya Life Insurance Company Ltd., with 5 years of experience across accounting and executive functions.

CORPORATE INFORMATION

Board of Directors and Key Managerial Personnel

Mr. Udaykumar Arunkumar Parekh
Chairman & Managing Director

Mr. Paras Mukundrai Parekh
Whole-time Director & Chief Financial Officer

Mr. Ketan Chandrakant Doshi
Non-executive & Independent Director

Mr. Mahendra Tribhuvan Panchasara
Non-executive & Independent Director

Mr. Punitbhai Mahendrabhai Sodha
Non-executive & Independent Director

Mrs. Vidhi Nishit Shah
Non-executive & Independent Director

Ms. Dharmi Arunbhai Parekh
Non-executive Director & Non-Independent Director

Ms. Bhoomi Manharbhai Vadhavana
Company Secretary & Compliance Officer

Senior Managerial Personnel

Mr. Haresh Akhja T.
Chief Operating Officer

Mr. Bhavin Prahalad Acharya
Chief Revenue Officer

Constituted Committees

Audit Committee

Mr. Punitbhai Mahendrabhai Sodha
Chairman

Mr. Paras Mukundrai Parekh
Member

Mrs. Vidhi Nishit Shah
Member

Nomination and Remuneration Committee

Mr. Ketan Chandrakant Doshi
Chairman

Ms. Dharmi Arunbhai Parekh
Member

Mrs. Vidhi Nishit Shah
Member

Stakeholder Relationship Committee

Mr. Ketan Chandrakant Doshi
Chairman

Mr. Paras Mukundrai Parekh
Member

Mr. Mahendra Tribhuvan Panchasara
Member

Corporate Social Responsibility Committee

Mr. Udaykumar Arunkumar Parekh
Chairman

Mr. Paras Mukundrai Parekh
Member

Mr. Mahendra Tribhuvan Panchasara
Member

Risk Management Committee

Mr. Udaykumar Arunkumar Parekh
Chairman

Mr. Paras Mukundrai Parekh
Member

Mr. Ketan Chandrakant Doshi
Member

Statutory Auditor
M/s. Dhirubhai Shah & Co. LLP - Chartered Accountants

Secretarial Auditor
M/s. MJP Associates - Practising Company Secretaries

Cost Auditor
M/s. Tadhani & Co. - Cost Accountant

Internal Auditor
M/s. Shah & Shah - Chartered Accountants

Bankers
Axis Bank Limited

Union Bank India

HDFC Bank Limited

Bank of India

Company Secretary
Ms. Bhoomi Manharbhai Vadhavana

Chief Financial Officer
Mr. Paras Mukundrai Parekh

Registered & Corporate Office

Omnitech Engineering Limited

Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawadd Rd, Metoda, Rajkot 360021, Gujarat, India.

Phone : +91 02827 287637

CIN : L26100GJ2021PLC124801

ISIN : INE0UH301010

Website : https://omnitecheng.com/

Email : info@omnitecheng.com

Registrar and Share Transfer Agent

MUFG Intime India Private Limited

(formerly Link Intime India Private Limited)

Address: C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.

Website: www.in.mpms.mufg.com

Investor grievance e-mail: investor.helpdesk@in.mpms.mufg.com

Contact Details: +91 8108116767

SEBI Registration Number: INR000004058

Equity Shares Listing Details

National Stock Exchange of India Limited

(NSE)
Script Symbol : OMNI

BSE Limited

(BSE)
Script Code : 544720

Investor Contacts & Grievance Redressal

Contact Person : Ms. Bhoomi M Vadhavana

Email : compliance@omnitecheng.com

Phone : +91 02827 287637

Management Discussion & Analysis

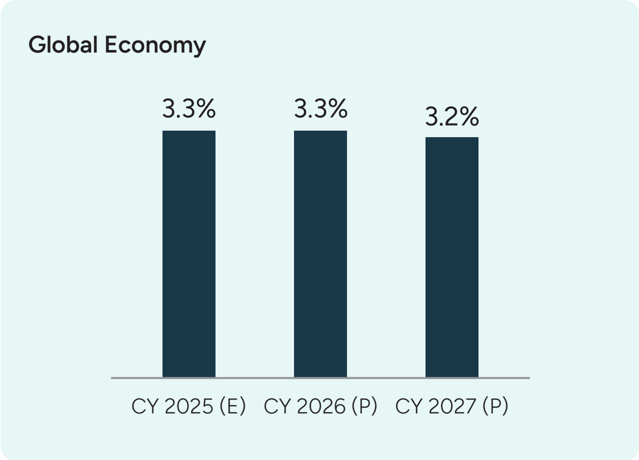
Economic Overview

Global Economy

According to the IMF's World Economic Outlook (WEO) dated January 2026, the global economy entered the year with growth holding near 3.3%. This headline figure masked underlying divergence in performance, with advanced economies expanding at a modest pace while emerging markets continued to outperform, supported by shifting trade alliances and targeted policy interventions.

Inflationary pressures eased over the course of the year, while global trade growth moderated from its post-recovery highs, prompting businesses across sectors to diversify supply chains and strengthen value networks in pursuit of greater operational resilience. This stability was underpinned by a technology-led investment cycle, sustained investment in artificial intelligence, and accommodative financial conditions, even as geopolitical uncertainty and periodic financial market instability posed offsetting risks to the broader growth outlook. Geopolitical shifts are also reshaping global sourcing strategies, with OEMs increasingly reassessing geographic concentration, dual-sourcing critical inputs and building more resilient multi-country supply networks.

Looking ahead, continued policy coordination and supply chain resilience remain critical to the medium-term global economic trajectory, with growth momentum expected to be led by the United States and emerging economies, while Europe is anticipated to see more moderate expansion over the near term.



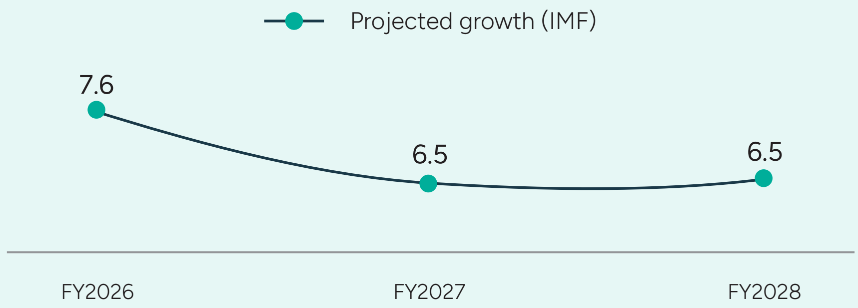
Indian Economy

India's economy demonstrated resilience through FY26, with real GDP growth estimated at 7.6% for the year, supported by strong domestic demand, higher investments, and robust performance across services and manufacturing, as per KPMG's April 2026 study, Decoding The Indian Economy. This momentum is expected to moderate slightly to 6.5% in FY27, reflecting a natural normalisation even as strong fundamentals and ongoing reforms continue to cushion the economy against global disruptions.

Inflation remained well-anchored below the RBI's 4% tolerance threshold since early FY26, supported by healthy agricultural output and stable food prices, with annual average inflation projected at 2.1% for the year. On the fiscal front, India's position strengthened, with the gross fiscal deficit narrowing 16.1% year-on-year in the first ten months of FY26, while GST collections grew 8.3% year-on-year, reflecting the impact of the GST 2.0 reforms introduced in September 2025.

Real GDP projected growth (per cent, y-o-y)*[4]

Real GDP growth is forecast at 6.5 per cent in FY27, reflecting moderation from FY26. Strong economic fundamentals, together with reform initiatives, helped India limit the impact of global disruptions.



*IMF projections for India

India's external position also remained robust, with total exports growing 5.8% year-on-year between April 2025 and February 2026, driven by market and product diversification and strong services exports, even as a widening merchandise trade deficit reflected robust domestic consumption and higher gold imports. FDI equity inflows rose 21.7% year-on-year in the first nine months of FY26, led by investment in computer software, hardware, and services, while foreign exchange reserves strengthened through the year. India's growth engines continue to expand, including a fast-growing MSME sector contributing 31.1% of GDP, an active Global Capability Centre ecosystem employing nearly 1.9 million professionals, and rising digital public infrastructure adoption, alongside emerging pillars such as semiconductors, green hydrogen, nuclear energy, and critical minerals.

External risks include capital-flow volatility, currency depreciation, and delays in finalising trade agreements with the United States, United Kingdom, and European Union, while domestic concerns centre on elevated input costs and fiscal stress from subsidy spending. India's improving credit growth and strengthening foreign reserves serve as meaningful buffers against these risks, positioning the economy to steadily expand its role globally, supported by sound macroeconomic fundamentals and a young consumer base.

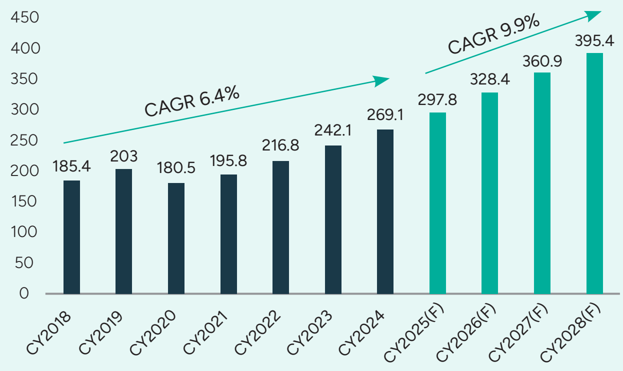
Sources:
World Economic Outlook Update, January 2026: Global Economy: Steady amid Divergent Forces
World Economic Outlook, April 2025: A Critical Juncture amid Policy Shifts
Decoding the Indian Economy FY2026 | KPMG
India Economic Outlook | Deloitte

Industry Overview

Global Precision Engineering Components Market

In CY2024, the global market for precision engineered goods stood at USD 269.1 billion, exhibiting a CAGR of 6.4% during the period of CY2018 to CY2024. Going forward, by CY2028, the market is expected to reach a value of USD 395.4 billion, representing a CAGR of 9.9% during the period of CY2025 to CY2028 as per the ICRA analysis. Precision components include shafts, gears, valves, and customized fittings machined from metals such as steel, aluminum, and titanium. They are manufactured using advanced CNC and numerical control processes to meet extremely tight tolerances. These parts are critical to industries where performance, durability, and stability cannot be compromised, including aviation, automotive, medical equipment, electronics, and defense. Growth is shaped by a combination of technological, regulatory, and structural shifts across end-use industries, alongside a broader industry push toward more sustainable manufacturing practices. Alongside market growth, OEM sourcing models are evolving towards qualified manufacturing partners capable of contract manufacturing and integrated, end-to-end engineering support rather than sourcing individual components in isolation.

Global Precision Engineered Goods Market Sales Value and Forecast (in USD billion), CY2018-CY2028



Source: IMARC group, ICRA Analytics

Note: F-Forecasted

Growth Drivers in the Global Precision Engineering Components Market

Growth Driver	Description
Technological Progress	Automation, AI, and IoT integration is improving productivity, accuracy, and predictive maintenance, with smart factories using these technologies to optimize workflows, reduce human error, and elevate output quality.
Increasing Quality Expectations	Aerospace, Electronics, Mining and Energy Industries enforce stringent quality standards, and precision engineering enables manufacturers to meet these demanding benchmarks with minimal variation.
Industrial Automation	Expansion in the Aerospace, Electronics, Mining and Energy Industries is driving demand for precision-engineered components, assemblies and systems, as robotics and automated manufacturing processes rely heavily on these parts to operate reliably.
Complex Engineering Applications	Growing complexity across Aerospace, Electronics, Mining and Energy industries is increasing demand for high-precision components, assemblies and engineered systems that meet stringent requirements for accuracy, reliability, performance and repeatability.
Increasing Urbanization	Expanding urban infrastructure and transportation projects are raising demand for precision-engineered components and assemblies in construction machinery and public transit systems, as growing urban centres require robust, high-quality engineered products.
Sustainability Efforts	A growing industry shift toward environmentally friendly materials and energy-efficient practices is being supported by precision engineering, which facilitates resource-efficient manufacturing, minimizes waste, and promotes sustainable material use.

Regional Insights

North America holds a leading position in the global precision-engineered goods market, supported by a strong industrial base, advanced manufacturing infrastructure, significant R&D investment, and stringent quality and regulatory standards, characteristics that continue to sustain demand for high-precision, reliable, and compliant engineered components across a wide range of industrial applications.

Growth in the region is underpinned by sustained investment across energy, aerospace, defence, industrial equipment, automation, electronics, and advanced manufacturing. As one of the world's largest energy and industrial markets, North America continues to require precision-engineered components for demanding applications involving drilling, flow control, power systems, machinery, and critical equipment, while increasing adoption of automation, AI, IoT, and smart manufacturing is raising requirements for accuracy, repeatability, and traceability.

The region is also witnessing a gradual shift in sourcing strategies, with customers increasingly diversifying supply chains, reducing geographic concentration, and working with qualified manufacturing partners capable of delivering consistent quality, scalable capacity, and broader engineering support, creating opportunities for global precision engineering companies that can support machining, fabrication, special processes, assemblies, and other value-added manufacturing requirements.

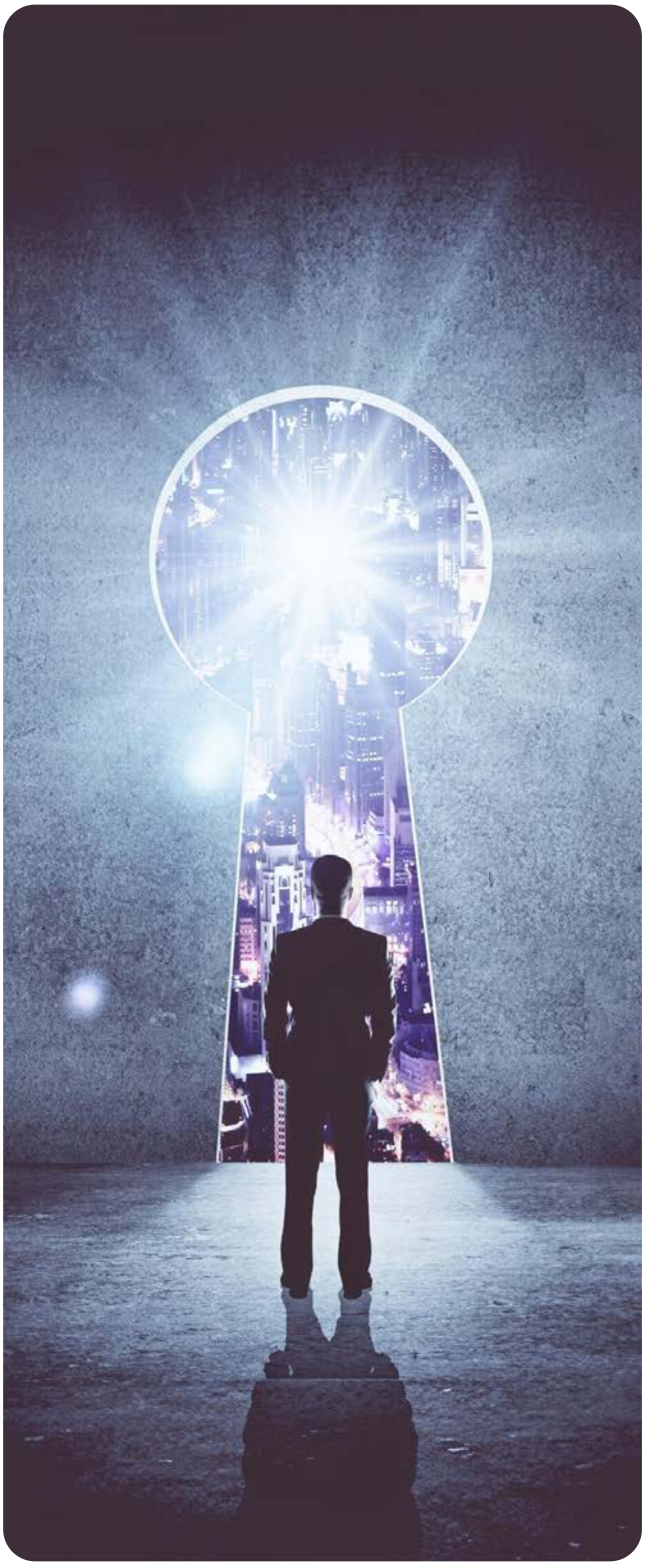
Europe continues to hold a significant position in the precision-engineered goods market, supported by its strong manufacturing heritage, advanced engineering capabilities, and established presence across aerospace, industrial machinery, energy, automation, and other high-value industrial sectors. The region's regulatory framework places considerable emphasis on quality, sustainability, safety, and environmental performance, reinforcing demand for suppliers with robust manufacturing systems and strong compliance standards.

Europe's continued focus on industrial modernisation, Industry 4.0, automation, and energy efficiency is expanding the role of precision engineering across manufacturing value chains, with investments in renewable energy, power infrastructure, advanced industrial equipment, and specialised engineering applications further supporting demand for high-quality components and assemblies. In Oil & Gas, particularly across offshore markets such as the North Sea, continued focus on operating efficiency, reliability, and asset performance remains supportive of precision-engineered products.

As in North America, European customers are increasingly evaluating supply-chain resilience and supplier diversification, encouraging greater engagement with qualified global manufacturing partners that can offer competitive engineering capabilities, reliable delivery, strong traceability, and integrated manufacturing solutions, creating a favourable environment for capable precision-engineering companies.

Key Challenges

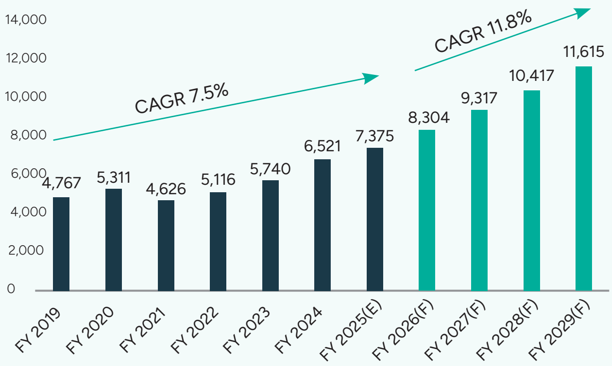
The market faces constraints from the high capital investment required for advanced production equipment, including CNC machines, laser cutters, and precision inspection systems, along with the cost of skilled labour to operate them. These financial barriers can limit market entry and scalability for smaller manufacturers. Fluctuating raw material prices, particularly for metals and specialty polymers, continue to pressure profit margins industry-wide.



Indian Precision Engineering Components Market

In FY2025, the precision engineered goods market in India is projected to have reached a value of USD 7,375 million, exhibiting a CAGR of 7.5% during the period of FY2019 to FY2025, as per an ICRA analysis. Going forward, by FY2029, the Indian market is projected to reach a value of USD 11,615 million, showcasing a CAGR of 11.8% from FY2026 to FY2029.

Precision Engineered Goods Indian market: Sales Value Trends and Forecast (in USD million), FY2019-FY2029



Source: IMARC group, ICRA Analytics

Note: F-Forecasted

This growth is being propelled by rapid industrialization and government initiatives such as "Make in India," alongside advancements in CNC machining, automation, and high-precision manufacturing capabilities. The automotive sector, particularly the shift toward EVs and advanced ICE platforms, is driving investment in high-tolerance machining and automation to produce lightweight, high-strength components. The expanding aerospace and defence sector is fuelling demand for complex, high-accuracy parts such as engine components, landing gear, and avionics housings. India's growing role as a preferred manufacturing hub, supported by the China+1 strategy, strategic geographic access to global markets, and a large working-age population, is further reinforcing its position in the global precision engineering value chain. India is also increasingly positioned to benefit from global supply-chain diversification as OEMs seek scalable, quality-compliant manufacturing alternatives across Asia. This creates an opportunity for Indian precision manufacturers to move beyond build-to-print component supply towards strategic partnerships, contract manufacturing and integrated engineering solutions.

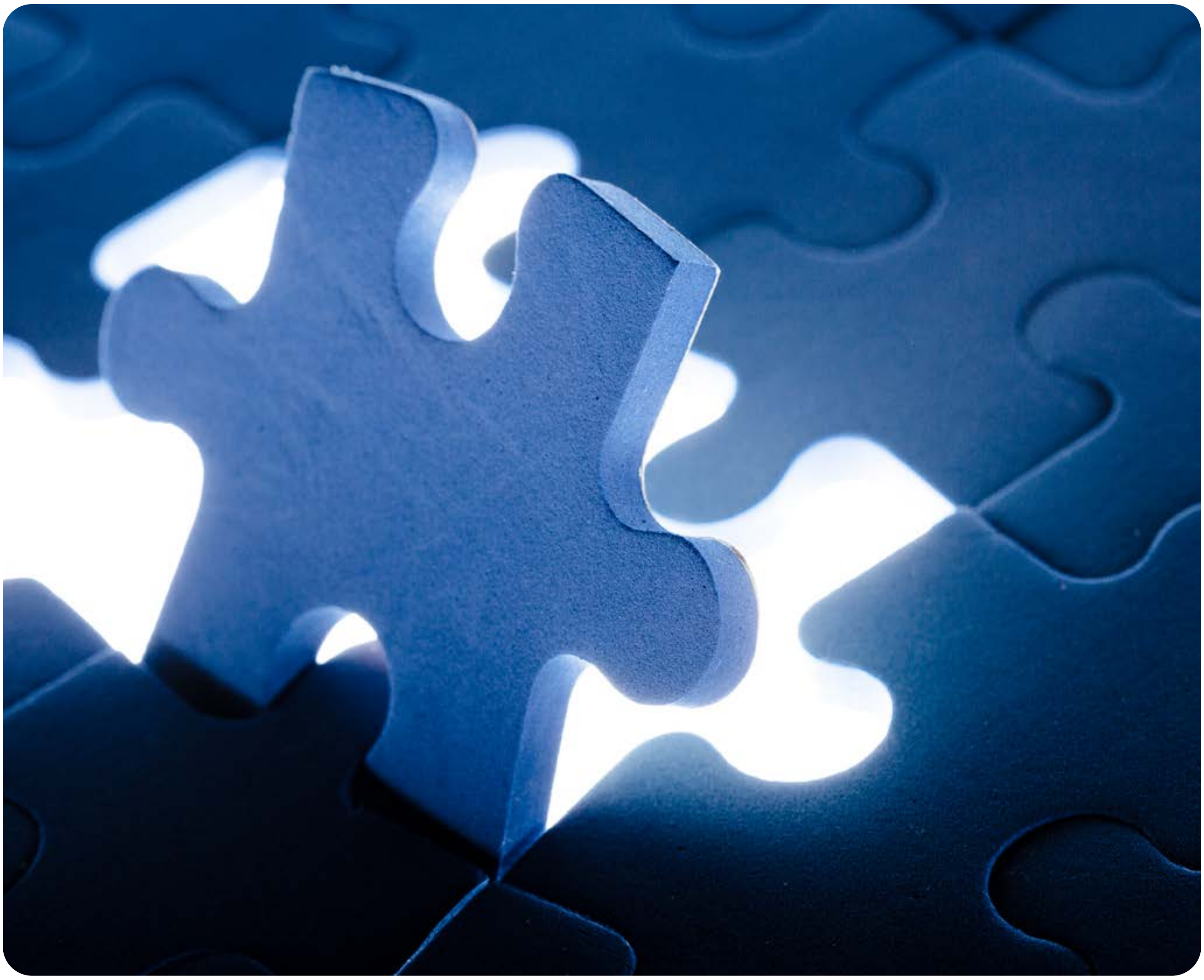
Key Growth Drivers

Driver	Description
Aerospace & Defence Expansion	Rising investment in domestic defence manufacturing and space exploration, including ISRO missions, is driving demand for high-precision parts.
Electronics Manufacturing	Growth in Data Centers, and semiconductor production across power, cooling and flow-control infrastructure, is heavily reliant on precision-engineered components and assemblies
Renewable Energy, Power & Gas Turbines	Rising power demand, grid-reliability requirements and the need for flexible generation are supporting investment in gas-turbine systems, creating demand for precision components and assemblies across turbine, combustion and auxiliary equipment value chains. Ambitious Solar and wind power targets are also fuelling demand for precision components and assemblies in renewables.
Oil & Gas Transformation	Increasing domestic exploration and production, led by companies like ONGC, is driving demand for advanced drilling and extraction technologies. Continued investment in energy security, drilling activity and production infrastructure supports demand across upstream, midstream and related equipment value chains.
Industry 4.0 Adoption	Integration of AI, ML, IoT, robotics, and blockchain is enabling smart manufacturing, improving productivity and operational efficiency.
Advanced Manufacturing Technologies	Growing use of CNC machining, laser cutting, and 3D printing is enabling manufacturers to meet exacting industry tolerances and specifications.
Motion Control & Automation	Rising adoption of robotics, factory automation, hydraulics, flow-control and electro-mechanical systems is increasing demand for high-precision components and assemblies with consistent quality, repeatability and reliability.

Opportunities and Challenges

Opportunities	Challenges
Strong positioning as a global manufacturing hub through multi-country sourcing and global supply-chain diversification	Maintaining stringent quality control standards, as minor defects can significantly impact customer trust
Rising R&D investment supporting advanced materials (superalloys, titanium, composites) and complex product development	Ensuring strong execution capability to meet project timelines and evolving client requirements
Growing OEM demand for integrated, end-to-end supply chain solutions rather than single-product offerings	Building robust vendor-managed inventory and warehousing networks to avoid stockouts and delivery delays
Increasing focus on green manufacturing and sustainability, attracting environmentally conscious global partners	Sustaining operational effectiveness amid cost pressures and the need for continuous process optimization

Sources:
Precision Engineering Components Market Size, Share To 2035 | Business Research Insights
India Precision Engineering Market Size & Forecast to 2034 | IMARC Group
ICRA Analysis



Company Overview

Omnitech Engineering Limited is a Rajkot-based manufacturer of high-precision engineered components and assemblies, catering to safety-critical applications across global industrial sectors including Energy, Motion Control and Automation, and Industrial Equipment Systems. Established in FY 2007, the Company has built nearly two decades of manufacturing expertise, offering precision machining capabilities of up to 5 microns across bar stock, tubes, forging, and casting products. The Company is progressively positioning itself to deepen strategic partnerships with customers through contract manufacturing and end-to-end Precision Engineering Solutions.

The Company operates three manufacturing facilities in Rajkot, Gujarat at Metoda, Chhapara, and Padavala, spanning over 80,802 square meters, supported by an international warehouse in Houston, USA, operated through its subsidiary, Omnitech Group Inc. During Fiscal 2026, the Company supplied customized precision components to over 256 customers across 24 countries, with approximately 75% of revenue derived from outside India, led by North America (53.2%) and India (24.6%).

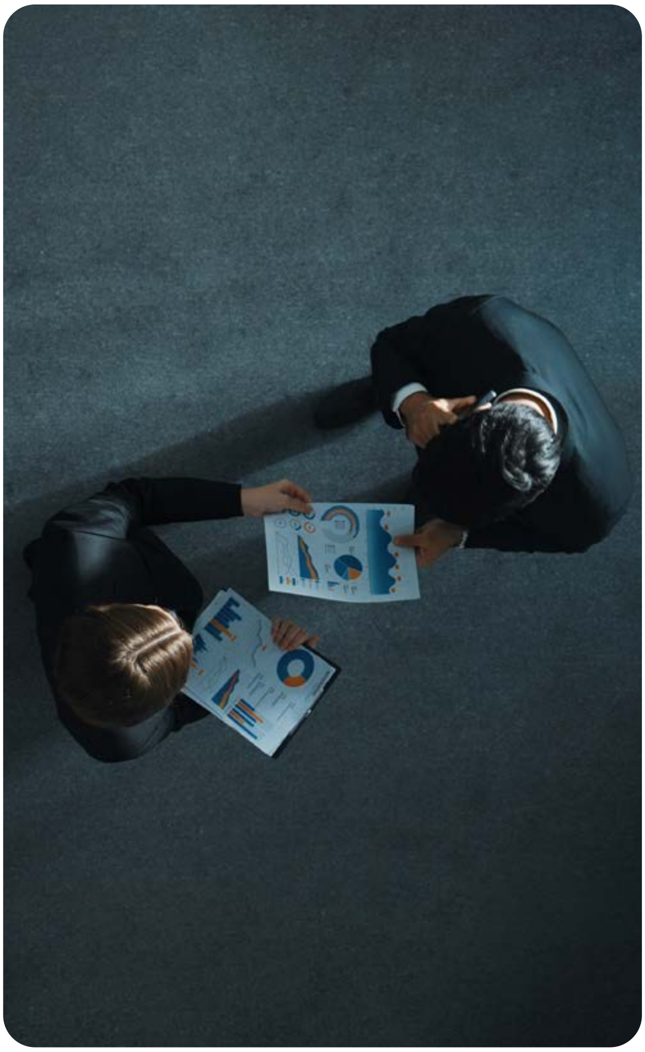
Omnitech's manufacturing capabilities span design and engineering, machining, fabrication, surface treatment, assembly, and quality testing with supply chain solutions of warehousing options in USA and supported by certifications including ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, IATF 16949:2016, AS9100:2016 for aerospace, and API Q1/20J/7-1/5CT for oil and gas applications. The Company was listed on the NSE and BSE during FY2026, further strengthening its capital base to support planned capacity expansion, including a new manufacturing facility in Hyderabad and an expanded facility at Chhapara. The broader objective is to combine machining, special processes, precision fabrication, assembly, testing and logistics under a more integrated manufacturing model that can support customers across a larger share of the product lifecycle.

Company Outlook

Omnitech Engineering's outlook for the year ahead is anchored around six strategic priorities designed to convert current momentum into sustained, diversified growth. At the core, the Company will focus on converting its existing Energy order book through on-time, right-first-time execution while maintaining disciplined working capital management. Alongside this, Omnitech aims to deepen its position in Motion Control by expanding wallet share within long-standing customer relationships across automation and fluid-power applications. Across segments, the Company intends to increase the depth of customer engagement by moving from individual component opportunities towards longer-term strategic partnerships and contract manufacturing programmes.

Growth in new segments remains a key priority. The Company has commenced First Article development and qualification work across Gas Turbine and Data Center infrastructure value chains, including opportunities linked to Power Generation, cooling and flow-control systems. Aerospace, Defence and Space continue to represent a strategic growth vector, with the Company focused on converting First Article development orders into repeat production programmes and progressing special-process qualifications to unlock further opportunities in this high-value segment.

Underpinning all of these initiatives is a continued focus on capacity commissioning. Capacity and capability will move together. The proposed Chhapara expansion has been initiated, while automation, metrology, special-process qualification and digital traceability will continue to strengthen execution. Solar roofing at Chhapara is also a key FY27 initiative. Together, these priorities position Omnitech to build a more diversified, resilient growth base across FY2027 and beyond, though realisation remains subject to execution timelines, customer qualification cycles, and prevailing market conditions.



Financial Results (Consolidated)

Particulars	FY26	FY25
Revenue from Operations	**5,113.0**	3,429.1
Other Income	**245.1**	67.9
Total Income	**5,358.1**	3,497.1
EBITDA	**1,711.1**	1,176.5
EBITDA Margin	**33.5%**	34.3%
Profit Before Tax (PBT)	**1,078.7**	561.9
PBT Margin	**21.1%**	16.4%
Profit After Tax (PAT)	**793.4**	438.7
PAT Margin	**15.5%**	12.8%
Basic EPS (in ₹)	**7.5**	4.3
Diluted EPS (in ₹)	**7.5**	4.3

Discussion on Financial Performance

₹5,113.0 mn
Revenue | +49.1%

₹1,711 mn
EBITDA (+45.4% YoY)

₹1,078.7 mn
PBT | +92.0%

₹793.4 mn
PAT | +80.9%

Revenue and profitability

Revenue from operations grew 49.1% to ₹5,113.0 million (FY25: ₹3,429.1 million), supported by deeper wallet share with existing global customers, new programme additions and steady conversion of a rapidly expanding order book. Other income rose to ₹245.1 million (FY25: ₹67.9 million), largely Forex gain and interest income on unutilised IPO proceeds, taking total income to ₹5,358.1 million. Total expenses grew 45.8% to ₹4,278.4 million, below revenue growth. Consumption held at 23.7% of revenue; employee benefit expenses rose 52.8% to ₹840.5 million and other expenses 51.5% to ₹1,347.7 million as the organisation was built ahead of the capacity ramp. EBITDA grew 45.4% to ₹1,711.1 million with the margin at 33.5% (FY25: 34.3%).

The margin moderation was concentrated in the fourth quarter, where costs relating to capability building, new programme development and the addition of resources and key talent were incurred ahead of the FY27 growth trajectory; these costs have been fully absorbed in the FY26 statement of profit and loss. Depreciation rose 25.0% to ₹481.6 million and finance costs 32.8% to ₹394.8 million, both below revenue growth, taking profit before tax up 92.0% to ₹1,078.7 million. After a tax expense of ₹285.6 million (effective rate 26.5% against 21.9%), profit after tax rose 80.9% to ₹793.4 million, with the margin improving to 15.5% from 12.8% and earnings per share to ₹7.5 from ₹4.3.

Balance sheet, capital expenditure and working capital

Net worth increased 3.3 times to ₹6,797.0 million, an addition of ₹4,760.6 million of which ₹793.4 million came from profits and approximately ₹3,967 million from the fresh issue of equity shares. Borrowings stood at ₹3,978.1 million against ₹3,306.3 million; with cash and cash equivalents at ₹1,638.0 million, net debt reduced to ₹2,340.1 million and net debt to equity improved to 0.34 times from 1.60 times. Property, plant and equipment increased to ₹2,861.7 million from ₹2,036.7 million and the fixed asset base expanded 33.0% to ₹3,571.4 million, with installed capacity up 52.7%. Inventories rose 75.6% to ₹3,145.4 million and trade receivables 67.0% to ₹2,138.0 million, taking net working capital days to 294 against 283. The increase in inventory days is linked to the initial ramp-up of new programmes, where minimum order quantity commitments with key material suppliers required a higher material build-up; this is a strategic investment to support future execution.

FY27 will be shaped by three concurrent initiatives including commissioning the new facility, expansion at the proposed new facility being built out of the IPO proceeds. Alongside this, the Company is focused on converting the order book, tightening working capital and restoring return ratios as the capital raised is deployed into revenue-generating capacity, while sustaining growth and margins broadly in line with the historical trend.

Key Ratios

Disclosed pursuant to Regulation 34(3) read with Schedule V(B)(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Explanations are given where the change is 25% or more.

Ratio	FY26	FY25	FY24	Explanation
Return on equity	**11.7%**	21.6%	23.8%	PAT grew strongly by 80.9% during FY26, supported by robust business growth. The equity base expanded significantly following the IPO, strengthening the balance sheet and providing a strong platform to support the Company's next phase of growth.
Return on capital employed	**13.7%**	16.1%	14.8%	The Company continued to invest strategically in capacity and capabilities to support its strong growth pipeline. These investments are expected to contribute progressively to revenue as the new capacities ramp up, supporting improvement in ROCE going forward.
Net debt to equity (times)	**0.34**	1.60	2.87	Net debt-to-equity improved significantly to 0.34x, driven by strong cash generation and the strengthening of the equity base through the IPO. The substantially stronger balance sheet enhances financial flexibility and supports the Company's planned capacity expansion and growth initiatives.
Net working capital days	**294**	283	197	Net working capital increased primarily due to inventory being stocked in advance to support new programmes and ensure smooth execution. Receivable days increased to 153 days, mainly due to higher revenue concentration in Q4, with receivables remaining within contractual credit terms. Payable days improved from 64 to 80 days, supported by stronger vendor relationships. The Company continues to focus on optimising working capital as the business scales."

Basis: Return on capital employed is EBIT divided by capital employed, being total equity (including non-controlling interest) plus non-current and current borrowings, where EBIT is profit for the year plus finance costs and total tax expense. Return on equity is profit for the year (excluding the share of non-controlling interest) divided by total equity (excluding non-controlling interest). Neat debt to equity is net debt (non-current and current borrowings less cash and cash equivalents) divided by total equity. Net working capital days are net working capital divided by revenue from operations, multiplied by 365; net working capital is net current assets (total current assets excluding investments and cash and cash equivalents) less net current liabilities (total current liabilities excluding current borrowings).

Opportunities and Threats

Opportunities

- **Growth and capacity momentum.** A sharply growing order book, including large multi-year contracts, signals strong revenue visibility and deepening trust from global customers. This is complemented by capacity expansion, with the new facility for new product development (NPD) in Hyderabad and expansion at Chhapara positioning the Company to capture rising demand without near-term constraints. The focus is not only on increasing manufacturing capacity, but also on building the process capability, people and quality systems required to support sustainable growth.
- **New segment and market expansion.** Progress in Aerospace, Defence and Space, backed by AS9100 certification and progressing NADCAP approval, opens access to a technically demanding, high-value segment beyond the Company's traditional base. This is reinforced by global diversification, with a broad customer base spanning 24 countries and marquee clients across energy, oil & gas, and industrial equipment reducing dependence on any single market or sector. First Article qualifications are expected to remain an important route to programme conversion and longer-term production opportunities.
- **Macro and policy tailwinds.** Government initiatives such as "Make in India" and "Aatmanirbhar Bharat". Geopolitical shifts are reshaping global supply chains and sourcing strategies and rising demand across renewables. New policies in the power segment and the demand to grow power generation support long-term sector growth. Sustainability positioning, including initiatives such as solar roofing, further aligns with global OEM preferences for environmentally responsible suppliers, potentially strengthening customer relationships. This shift can create additional opportunities for Indian precision manufacturers that can consistently meet global quality, delivery, traceability and compliance requirements.
- **Financial and technological strength.** A strengthened balance sheet provides headroom to fund growth and pursue new opportunities as they arise, while continued investment in automation, IoT, and precision manufacturing technologies improves efficiency, quality, and competitiveness.

Threats

- **Shifting global trade dynamics.** Changes in tariffs, trade agreements, or protectionist policies in key export markets could alter the competitive landscape and affect market access.
- **Customer concentration and demand slowdown.** A meaningful share of revenue tied to a limited number of marquee clients means the loss or reduction of any single relationship could disproportionately impact business volumes, a risk compounded by the possibility of a cyclical downturn in oil & gas, energy, or industrial equipment demand globally, which could reduce order inflows across the Company's core segments.
- **Technological disruption.** Rapid advancements in manufacturing technology globally could shift customer expectations or enable new entrants, requiring continuous investment to remain competitive.
- **Talent and skilled labour availability.** Sustaining growth in precision manufacturing depends on access to a skilled workforce, which can be a constraint amid rapid capacity expansion and broader industry-wide demand for the same talent pool.
- **Qualification and programme conversion.** Expansion into Gas Turbines, Data Center infrastructure and Aerospace, Defence and Space involves development, First Article and customer qualification cycles that may be lengthy, and successful qualification may not immediately translate into production volumes.

Risk Management Framework

Omnitech Engineering Limited's Risk Management Policy is founded on the principle that risk management shall provide reasonable assurance in the protection of business value from uncertainties and consequent losses. Under the Policy, all concerned process owners of the Company are responsible for identifying and mitigating key risks within their respective areas, with the occurrence of risk and the progress and status of mitigation plans monitored on a periodic basis. The Policy establishes a structured risk management process comprising four core activities: a framework for risk identification, risk assessment, measures for risk mitigation, and monitoring and reporting.

Key Risks and Mitigation Strategies

Risk	Description	Mitigation Strategy
Customer / Programme Concentration	A significant share of revenue is derived from a limited number of large customers and programmes, exposing the Company to volatility if any single relationship or programme weakens.	Diversify the customer base, geographic mix, and programme families over time; actively monitor concentration levels across revenue, order book, and receivables to manage exposure proactively.
Execution / Capacity Ramp	Delays or missteps in scaling new facilities and production lines could affect delivery timelines and customer confidence, particularly as the Company expands into new segments and geographies.	Phase capital expenditure in line with qualified demand; conduct regular line-readiness reviews and capacity planning, and maintain supplier contingencies to manage execution risk.
Working Capital	Rapid growth and rising working capital requirements could strain liquidity if not carefully managed, particularly amid an expanding order book and capacity investments.	Strengthen sales and operations planning (S&OP), tighten receivables management, and adopt inventory segmentation; align capex timing closely with cash conversion cycles.
Qualification / Compliance	Operating in safety-critical sectors such as aerospace and oil & gas requires maintaining stringent, evolving certifications; any lapse could restrict market access or affect customer relationships.	Maintain robust AS9100 and API management systems, progress NADCAP certification, and preserve full traceability and change control across manufacturing processes. Maintain formal First Article and customer-qualification gates before serial production and ensure customer-specific requirements are embedded into process control plans.
Commodity / FX / Supply Chain	Fluctuations in raw material prices, currency movements, and supply chain disruptions could pressure margins and affect input availability, particularly given the Company's export-oriented operations.	Diversify sourcing channels, pursue contractual cost pass-through mechanisms where available, maintain inventory discipline, and apply financial risk controls to manage currency exposure.
Technology / Obsolescence	Rapid advancements in manufacturing technology could shift customer expectations or erode competitiveness if the Company's capabilities fall behind industry standards.	Sustain continuous investment in metrology, automation, and digital manufacturing capabilities, alongside ongoing workforce upskilling to maintain technological competitiveness.

Material Developments in the Human Resources

At Omnitech Engineering Limited, human capital remains a critical driver of sustainable growth, operational excellence, and long-term value creation. The Company is guided by the conviction that a skilled, future-ready workforce is essential to delivering on its strategic objectives amid a constantly evolving global landscape.

Through FY 2025–26, the Company deepened its investment in people practices, with sustained emphasis on performance excellence, leadership development, succession planning, capability building, and organizational effectiveness. The Human Resources function remained closely aligned with business priorities, while nurturing a culture grounded in meritocracy, accountability, collaboration, diversity, and inclusion. As the Company enters more technically demanding sectors, workforce capability building will increasingly focus on advanced machining, precision fabrication, metrology, special processes, quality systems, programme management and digital manufacturing.

2018
Total Number of Employees

212
Trainings Organised

Adequacy of Internal Control Systems

The Company maintains an internal control framework commensurate with the size and complexity of its operations, aimed at ensuring reliable execution, regulatory compliance, and prompt management response to exceptions. As the Company scales, controls remain embedded across ERP-driven workflows, defined approval matrices, and quality systems aligned with its ISO, IATF, AS9100, and API certifications. For new programmes, the control framework is being progressively strengthened around customer-specific requirements, First Article approvals, process qualification, traceability and controlled change management.

These are supported by cybersecurity measures safeguarding digital infrastructure, inventory management systems ensuring accurate tracking across facilities, and customer credit processes that monitor counterparty risk and protect working capital. Capital expenditure is governed through a structured capex approval and review framework, particularly relevant given ongoing capacity expansion.

The effectiveness of these controls is periodically assessed through internal audits, with findings reviewed by the Audit Committee to ensure timely corrective action and continued Board oversight. The Company believes its internal control systems are adequate and effective in relation to the nature and scale of its current operations.

Cautionary Statement

This report contains forward-looking statements concerning Omnitech Engineering Limited's strategy, market opportunities, capacity initiatives, qualifications and future business development. Such statements are based on current information, external industry estimates and management priorities and are subject to risks and uncertainties. Actual outcomes may differ materially due to customer programmes, qualification timelines, demand conditions, commodity and foreign-exchange movements, regulatory requirements, competition, execution, supply chains, financing and other factors.

NOTICE OF THE 5TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 5th Annual General Meeting of the Members of the Omnitech Engineering Limited (the '**Company'**) will be held on **Monday, September 28, 2026** at **4:00 P.M. (IST)** through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') facility, to transact the following business:

ORDINARY BUSINESSES :

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 Reports of the Board of Directors and the Auditors thereon, including the Corporate Governance Report and requisite Annexures thereto**

   To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the report of Board of Directors and Auditors' thereon and the Audited Consolidated Financial Statements of the Company including Auditors' Report thereon for the Financial Year ended March 31, 2026.

2. **To appoint Mr. Paras Mukundrai Parekh (DIN: 07761048), who retires by rotation, as Director and offers himself for reappointment, and in this regard:**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Paras Mukundrai Parekh, Director (DIN: 07761048), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.

SPECIAL BUSINESSES:

3. **Appointment of Secretarial Auditor**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors ("Board"), approval of the members of the Company be and is hereby given for appointment of M/s. MJP & Associates., Practicing Company Secretaries, (ICSI Firm Registration Number: P2001GJ0079 & Peer Review Certificate No. 1780/2022) as Secretarial Auditor of the Company for a term of 5 consecutive years commencing from F Y 2026-27 till F Y 2030-31 to undertake secretarial audit and issue the secretarial audit report for the aforesaid period, at such fees, plus applicable taxes and other out of pocket expenses as stated in the statement annexed herewith."

   "RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall deem to include any Committee constituted or to be constituted by the Board in this regard) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution."

4. **To ratify the remuneration of M/s. Niketan Gordhanbhai Tadhani & Co., Cost Auditors for the Financial Year ending March 31, 2027 and, in this regard:**

   To consider and, if thought fit, to pass the following as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to provisions of Section 148 and 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-enactments thereof, for the time being in force) the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice convening this Meeting, to be paid to the M/s. Niketan Gordhanbhai Tadhani & Co., Proprietorship Firm of Practising Cost Accountants (Firm Registration No.: 003635), Cost Auditors, Rajkot appointed by the Board of Directors of the company during the reporting period, to conduct audit of cost records of the company for the financial year ending March 31, 2027, be and is hereby ratified."

By Order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known Omnitech Engineering Private Limited)

Bhoomi Manharbhai Vadhavana
Company Secretary & Compliance Officer
Membership No: A54468

Date: September 1, 2026
Place: Rajkot, Gujarat

NOTES

1. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 in continuation of its earlier circulars on the subject ("MCA Circulars") have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") till September 28, 2026 without the physical presence of the members at a common venue. Accordingly, 5th Annual General Meeting of the company will be held through VC/OAVM and members can attend and participate in the AGM through VC/OAVM only. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act. The registered office of the company shall be deemed to be the venue for the AGM.

2. In compliance with the MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), Notice of the AGM and Integrated Annual Report is being only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.

3. Members may note that the Notice of AGM and Integrated Annual Report for financial year 2025-26 will also be available on the Company's website at www.omnitecheng.com, 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 on the website of RTA at https://instavote.linkintime.co.in/

4. In case any member is desirous of obtaining hard copy of the Annual Report for the Financial Year 2025-26 and Notice of the 5th AGM of the Company, may send request to the Company's email address at compliance@omnitecheng.com mentioning Folio No. / DP ID and Client ID.

5. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of the Special business and the details as required under Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred to as 'SEBI Listing Regulations') and Secretarial Standard on General Meeting (SS-2) in respect of Item No. 3 is annexed hereto.

6. Details as per regulation 36(5) of the SEBI Listing Regulations in respect of appointment of Secretarial Auditor is also annexed.

7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in "Annexure" to the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first serve basis. This will not include large shareholders (Shareholders holding 2% of more shareholding), Promoters, Institutional Investors, Directors, Key managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

9. Since this AGM is being held in pursuance to MCA Circulars through VC/OAVM, physical attendance of members have been dispensed with and therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 5th AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.

10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the SEBI Listing Regulations read with MCA Circulars, the Company is providing remote e-Voting facility to the members in respect of the business to be transacted at the 5th AGM and facility for those members participating in the 5th AGM to cast vote through e-voting system during the 5th AGM. For this purpose, MUFG Intime India Private Limited will be providing facility for voting through remote e-Voting, for participation in the 5th AGM through VC/OAVM facility and e-Voting during the 5th AGM.

11. In the terms of MCA Circulars, the Notice calling the AGM and Audited Financial Statement for the Financial Year 2025-26 has been uploaded on the website of the company i.e. www.omnitecheng.com. The Notice can also be accessed on the website of Stock Exchanges i.e. BSE Limited and The National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of MUFG Intime India Private Limited at https://instavote.linkintime.co.in/

12. Members whose email address is not registered with the Company or with their respective Depository Participant(s), and who wish to receive the Notice of the 5th AGM and the Annual Report for the Financial

Year 2025-26 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:

a) Members holding shares in physical form may send scan copy of a signed request letter mentioning the folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, Aadhar) supporting the registered address of the Member, by email to the Company's email address at compliance@omnitecheng.com or to MUFG Intime India Private Limited at investor.helpdesk@in.mpms.mufg.com.

b) Members holding shares in Demat mode may update the email address through their respective Depository Participant(s).

13. The Board of Directors has appointed CS Urvi Tapan Pota, Practising Company Secretary (Membership Number: FCS 8173 Certificate of Practice Number 10156 Peer Review Certificate Number: 5603/2024), Ahmedabad, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

14. A brief profile of Director retiring by rotation & seeking reappointment, is attached as Annexure-A to this Notice.

15. Institutional/Corporate shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorisation, etc., authorizing their representative to attend the AGM on its behalf and to vote through remote e-voting. The said resolution/ authorisation shall be sent to the scrutinizer by e-mail through its registered e-mail address to csurvi.joshipura@gmail.com and/or investor.helpdesk@in.mpms.mufg.com.

16. The results declared along with the scrutinizers' report shall be placed on the Company's website at https://omnitecheng.com/investor/shareholders-meeting/ and on the website of MUFG Intime at https://instavote.linkintime.co.in and shall also be communicated to the stock exchanges.

17. Statutory Registers, Financial Statement and all the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members. Members who wish to inspect or seek any information in relation to the same are requested to write to the Company through e-mail at compliance@omnitecheng.com.

18. Members may note that, in terms of the SEBI Listing Regulations equity shares of the company can only be transferred in dematerialized form.

19. In per records and benpos majority Members of the company are holding securities in Demat Form still Members (if any) holding shares in physical form, in identical order of names, in more than one folio are requested sent the company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A Consolidated share certificate will be issued to such members after making requisite changes.

19. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank account etc. to their DPs if the shares are held by them in electronic form and to RTA if the shares are held by them in physical form.

20. Pursuant to Section 72 of the Companies Act, 2013, Members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share capital and Debentures) Rules, 2014 are requested to send their requests in Form SH-13, to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling, varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form SH-14, to the Registrar and Transfer Agent of the company. These forms will be made available on request.

21. For redressal of shareholders complaints/ grievances they can write the company at compliance compliance@omnitecheng.com.

22. 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 at compliance@omnitecheng.com at least 7 days before the Meeting. The same will be replied by the company suitably.

23. Members may reach out at the contact details mentioned below for addressing e-voting related grievances:

Name	: Mr. Rajiv Ranjan
Designation	: Sr. Assistant Vice President – Evoting
Tele No.	: +91 22 4918 6000
Email ID	: rajiv.ranjan@in.mpms.mufg.com

REMOTE EVOTING INSTRUCTIONS FOR SHARE HOLDERS :

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.

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

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8–character DP ID, 8–digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) 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.

e) 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:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) 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.

d) 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:

a) 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

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.	Google Play · App Store

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

METHOD 3–NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/ Member' section.

c) 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".

d) 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.

e) 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

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) 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.

METHOD 2–CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) 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:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) 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.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) 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:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:

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

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. 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:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

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

1. User ID: Enter User ID
2. PAN: Enter your 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 to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/ Company–in DD/MM/YYYY format)
4. 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
5. 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).
6. Enter Image Verification (CAPTCHA) Code.
7. 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)

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.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) 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'.

f) 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.

HELPDESK:

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:

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:

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".

STATEMENT ANNEXED TO THE NOTICE SETTING OUT THE MATERIAL FACTS CONCERNING ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS AND EXPLANATORY STATEMENT AS PER PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 3 : To appoint M/s. MJP & Associates, Practising Company Secretaries, Rajkot, Gujarat (Firm Registration No. P2001GJ0079) as Secretarial Auditor of the Company for a term of five consecutive years

In accordance with Regulation 24A(1) of the Listing Regulations, the Company is required to appoint a Practicing Company Secretary for not more than one term of five consecutive years or a firm of Practicing Company Secretaries for not more than two terms of five consecutive years, as Secretarial Auditor, with the approval of the members at its Annual General Meeting and such Secretarial Auditors must be a Peer Reviewed Company Secretary (as defined in the Listing Regulations) and should not have incurred any of the disqualifications as specified under the Listing Regulations. Further, as per Regulation 24(1C) of the Listing Regulations, any association of the individual or the firm as the Secretarial Auditor of the Company before March 31, 2025 shall not be considered for the purpose of calculating the tenure of the Secretarial Auditor. Further, the Company's security got listed on Stock Exchanges w.e.f. March 5, 2026, and hence, the provisions are applicable to it from financial year 2026-27. Considering the professional expertise, the firm's association with the industry, the firm meeting the eligibility criteria as stipulated under the Act and the Listing Regulations, and based on the recommendations of the Audit Committee, the Board, at their Meeting held on September 1, 2026, approved the appointment of M/s. MJP Associates, Practising Company Secretaries Peer reviewed firm (ICSI Firm Registration Number: P2001GJ0079 & Peer Review Certificate No. 1780/2022), as the Secretarial Auditors of the Company to hold office for a term of 5 (five) consecutive years commencing from financial year 2026-27 to 2030-31 subject to approval of the Members. The proposed fee for the issuance of the Secretarial Audit Report for financial year 2026-27 shall be ₹ 1,75,000 (Rupees One Lakh Seventy Five Thousand only) plus applicable taxes and other out-of-pocket expenses, and for subsequent year(s) of their term, such fee as maybe mutually agreed between/ determined by the Board (including its committees) in consultation with the Secretarial Auditor.

Accordingly, Board at its meeting held on September 1, 2026 has recommended the appointment of M/s MJP & Associates ('MJP') (Firm Registration Number: P2001GJ0079) (PR No. 1780/2022), Practicing Company Secretaries, a peer reviewed firm as Secretarial Auditor of the Company for period of 5 consecutive years commencing from FY2026-27 till FY2030-31, for approval of shareholders at its ensuing Annual General Meeting.

Brief Profile of Secretarial Auditor :

MJP Associates is a leading firm of practicing Company Secretaries with partners having experience of more than 25 years in providing professional services across corporate laws, SEBI regulatory framework and strategic corporate planning. Their expertise includes conducting Secretarial Audits, Due Diligence Audits, Compliance Audits. MJP Associates is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India (ICSI). The firm is led by experienced partners, all of whom are distinguished professionals in the field of corporate governance and compliance. The Company has obtained from MJP Associates their consent to act as Secretarial Auditor of the Company and eligibility certificate confirming their eligibility under Regulation 24A of the Listing Regulations. Further, they have also confirmed that they hold a valid certificate issued by the Peer Review Board of the ICSI.

The Board recommends the Ordinary Resolution as set out in Item No. 3 of the Notice for Approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 3 of this Notice.

The documents connected with Item No. 3 can be inspected by any person at the Registered Office of the company from Monday to Saturday during the business hours of the company i.e. between 09:00 am to 05:00 pm (excluding on Sundays).

ITEM NO. 4 : To ratify the remuneration of M/s. Niketan Gordhanbhai Tadhani & Co., Cost Auditors for the Financial Year ending March 31, 2027

The Company is required to undertake the audit of the Cost Records for products covered under the Companies (Cost Records and Audit) Rules, 2014 conducted by a Cost Accountant in practice, in terms of Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, as amended from time to time.

In compliance with above, the Audit Committee of the Company at its meeting held on September 1, 2026, considered the appointment of M/s. Niketan Gordhanbhai Tadhani & Co., Proprietorship Firm of Practising Cost Accountants (Firm Registration No.: 003635), Rajkot as the Cost Auditors of the company for the FY 2026-27. At the said meeting, the Audit Committee also considered & approved the remuneration of ₹ 40,000/- (Rupees Forty Thousand only) (plus Goods and Service Tax and all other applicable taxes, XBRL conversion charges) payable to the Cost Auditors for the FY 2026-27.

In making the decision on the appointment and remuneration of Cost Auditors, the Audit Committee considered, the Cost Auditors' performance during the previous year in examining and verifying the accuracy of the Cost Accounting records maintained by the company. The Committee noted that the cost audit for the FY 2026-27 will inter alia cover cost audit of the products manufactured by the company.

Accordingly, Audit Committee recommended the Board, appointment of M/s. Niketan Gordhanbhai Tadhani & Co., Proprietorship Firm of Practising Cost Accountants, as the Cost Auditors for the FY 2026-27 at a remuneration of ₹ 40,000/- (Rupees Forty Thousand only) (plus Goods and Service Tax and all other applicable taxes, XBRL conversion charges).

The Board on recommendation of the Audit Committee, approved the Appointment of M/s. Niketan Gordhanbhai Tadhani & Co., Proprietorship Firm of Practising Cost Accountants, as the Cost Auditors for the FY 2026-27 at a remuneration of ₹ 40,000/- (Rupees Forty Thousand only) (plus Goods and Service Tax and all other applicable taxes, XBRL conversion charges) payable to Cost Auditors for the FY 2026-27.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors of the company needs ratification by shareholders subsequently.

The Board recommends the Ordinary Resolution as set out in Item No. 4 of the Notice for Approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 4 of this Notice.

The documents connected with Item No. 4 can be inspected by any person at the Registered Office of the company from Monday to Saturday during the business hours of the company i.e. between 09:00 am to 05:00 pm (excluding on Sundays).

By Order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known Omnitech Engineering Private Limited)

Bhoomi Manharbhai Vadhavana
Company Secretary & Compliance Officer
Membership No: A54468

Date: September 1, 2026
Place: Rajkot, Gujarat

Annexure-A to the Notice

Profile of Director retiring by rotation & seeking reappointment

Paras Mukundrai Parekh, aged 42 years, is the Whole-time Director and Chief Financial Officer of our Company. He is responsible for managing the day-to-day operations of our Company. He holds a degree of Bachelor's in Commerce from J.C. Education Trust Commerce College, Junagadh, Saurashtra University and a Master's Degree in Business Administration from Sinhgad Institute of Business Administration and Research, Pune.

He has been associated with our Company since 2014 as Vice-President in Finance and Accounts Department. He is also associated with Omnitech Group, Inc. as Vice President, Treasurer and Secretary. Prior to joining our Company, he was associated with Kotak Mahindra Bank, Ahmedabad as Assistant Manager and HDFC Bank Limited, Rajkot as Deputy Manager.

He has over 18 years of experience in Banking and Engineering Precision Components Industry.

The details of remuneration paid to him for FY 2025-26 is provided in draft Annual Return (Form MGT-7). The same can be accessed at https://omnitecheng.com/investor/shareholders-meeting The terms and conditions including the remuneration of Mr. Parekh as Whole-time Director and Chief Financial Officer are being governed as per the resolution proposed to the members vide passed at Extra-ordinary General Meeting held on February 6, 2025.

Other information:

Particulars	Details
Age	42 Years
Date of first appointment on the Board	September 2, 2024
Qualification	Bachelor's in Commerce from J.C. Education Trust Commerce College, Junagadh, Saurashtra University and a Master's Degree in Business Administration from Sinhgad Institute of Business Administration and Research, Pune.
Relationship with other Directors/Key Managerial Personnel of the Company	Paras Mukundrai Parekh is brother in-law of Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director and Ms. Dharmi Arunbhai Parekh– Non Executive Director of the Company
Directorships in listed Companies and other directorships as on September 1, 2026	Nil
No. of shares held	01 (One)
Experience	As per his brief profile
Membership/Chairmanship of Committees of other boards as on September 1, 2026	Membership: Nil Chairmanship: Nil
Resignation during past 3 years from listed Companies	None
Nature of expertise in specific functional Areas	Finance & Accounts, Financial Management, Banking, Accounting, Financial Reporting, Treasury Management, Corporate Finance, Business Operations, Risk Management and Engineering Precision Components Industry
Number of Board meetings attended	During FY2026, Mr. Parekh attended all the eighteen (18) Board meetings of the Company

REPORT OF THE BOARD OF DIRECTORS

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

Your directors are pleased to present their 5th Annual Report for the financial year ended on March 31, 2026.

1. FINANCIAL RESULTS:

The financial performance of the company on a standalone and consolidated basis for the Financial Year ended on March 31, 2026, as compared with the previous year is summarized as below:

(Amount in ₹ Millions)

SR. NO.	PARTICULARS	STANDALONE		CONSOLIDATED	
		2025-26	2024-25	2025-26	2024-25
1.	Revenue from Operation	5,116.82	3,448.16	5,112.99	3,429.13
2.	Other Income	249.65	70.41	245.13	67.93
3.	**Total Revenue (1+2)**	**5,366.47**	**3,518.57**	**5,358.12**	**3,497.06**
4.	Cost of materials consumed	1,947.11	1,248.84	1,947.11	1,248.84
5.	Changes in inventories	(712.64)	(415.36)	(733.31)	(436.23)
6.	Employees Benefits Expense	802.05	527.54	840.46	550.22
7.	Depreciation & Amortization Expense	460.33	365.83	481.64	385.19
8.	Finance Cost	390.58	292.32	394.83	297.34
9.	Other Expenses	1,421.86	940.90	1,347.66	889.83
10.	Profit/(Loss) Before Tax	1,057.18	558.50	1,079.73	561.87
11	Exceptional items	1.00	0.00	1.00	0.00
12.	Tax Expenses	284.21	122.59	285.36	123.22
13.	Profit/(Loss) After Tax (PAT)	771.97	435.91	793.37	438.65
14.	Other comprehensive income/(loss)	2.37	(0.99)	(29.38)	(15.59)
15.	Total comprehensive income for the year	774.34	434.92	763.99	423.06
16.	Earnings per Equity Share (₹)	7.24	4.23	7.45	4.26

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

During the reporting period, the Company recorded revenue from Operations of ₹5,116.82 million on a standalone basis as compared to ₹3,448.16 million during the previous financial year 2024-25. The Total Revenue (standalone) stood at ₹5,366.47 million as against ₹3,518.57 million in the previous financial year. Further, the Profit After Tax (PAT) of the Company for the reporting year stood at ₹771.97 million as compared to ₹435.91 million in the previous financial year.

Further, on a consolidated basis, the Company recorded Revenue from Operations of ₹5,112.99 million during FY 2025-26 as compared to ₹3,429.13 million during FY 2024-25. The Consolidated Total Revenue stood at ₹5,358.12 million as compared to ₹3,497.06 million in the previous financial year. The Consolidated Profit After Tax for the reporting period stood at ₹793.37 million as compared to ₹438.65 million during the previous financial year.

The Company has achieved significant growth in revenue and profitability during FY 2025-26 as compared to FY 2024-25. The Directors are confident of sustaining the growth momentum and expect further improvement in the Company's sales and profitability in the years to come.

The Company has only one reportable business segment and, accordingly, segment-wise reporting is not required.

3. DECLARATION OF DIVIDEND AND TRANSFER OF AMOUNT TO RESERVES:

With a view to plough back profits and in order to conserve resources for operational purposes, the Board of Directors do not recommend any dividend.

Moreover, no amount has been transferred to the General Reserve during the financial year 2025-26.

4. CHANGE IN NATURE OF BUSINESS:

There has been no change in nature of business of the Company during the year under report.

5. ALTERATION OF MAIN OBJECT CLAUSE OF THE COMPANY:

During the year under review, the Company altered its Main Object Clause as contained in Clause III [A] (1) of the Memorandum of Association of the Company, pursuant to the provisions of Section 13(1) read with Section 13(9) and other applicable provisions of the Companies Act, 2013, to add certain business activities considering future opportunities for the business development or diversification.

The Members of the Company approved the alteration of the Main Object Clause by passing a Special Resolution at the Annual General Meeting held on September 30, 2025. The altered Memorandum of Association was duly registered with the Registrar of Companies, Central Processing Centre, and the Certificate of Registration of the Special Resolution confirming the alteration of Object Clause(s) was issued on October 31, 2025. However, there is no change in main business activity of the Company, the altered memorandum of association is available on the website of the company at https://omnitecheng.com/memorandum-of-association-and-articles-of-association/.

Consequently, the Corporate Identity Number (CIN) of the Company was changed pursuant to the alteration of the Main Object Clause FROM Corporate Identity Number: U29306GJ2021PLC124801 TO U26100GJ2021PLC124801.

6. INITIAL PUBLIC OFFER AND LISTING OF EQUITY SHARES ON STOCK EXCHANGES:

The Company, pursuant to the Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on May 16, 2025, approved the raising of funds through an Initial Public Offer ("IPO") comprising a Fresh Issue of Equity Shares and an Offer for Sale ("OFS") by the existing shareholders of the Company, for an aggregate amount as may be determined in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws.

Subsequently, the Company filed its Draft Red Herring Prospectus ("DRHP") with the Securities and Exchange Board of India ("SEBI"), BSE Limited and National Stock Exchange of India Limited in connection with the proposed IPO.

During the year under review, the Company further proceeded with the IPO process and filed its Red Herring Prospectus ("RHP") dated February 18, 2026 and the Prospectus dated February 27, 2026 with the Registrar of Companies, Gujarat at Ahmedabad and the Stock Exchanges, in accordance with the applicable regulatory requirements.

The IPO comprised of the Fresh Issue of 18,416,340 Equity Shares, aggregating to ₹4,180.00 million, and an Offer for Sale of 7,268,722 Equity Shares, aggregating to ₹1,650.00 million, by the existing Promoter Selling Shareholder.

The Equity Shares of the Company were subsequently listed on BSE Limited and National Stock Exchange of India Limited with effect from March 5, 2026. The listing of the Equity Shares marks a significant milestone for the Company and provides the Company with access to the capital markets and a broader investor base.

7. SHARE CAPITAL:

The paid-up share capital of the Company as on March 31, 2026 was ₹61,83,30,100/- (Rupees Sixty-One Crore Eighty-Three Lakh Thirty Thousand One Hundred Only) divided into 12,36,66,020 (Twelve Crore Thirty-Six Lakh Sixty-Six Thousand Twenty) Equity Shares of ₹5/- (Rupees Five Only) each.

During the reporting period, the following changes were made in the capital structure of the Company:

Initial Public Offering (IPO)

During the year under review, the Company, made an Initial Public Offering ("IPO") comprising a Fresh Issue of 18,416,340 Equity Shares of face value of ₹5/- each, aggregating to ₹4,180.00 million, and an Offer for Sale ("OFS") of 7,268,722 Equity Shares of face value of ₹5/- each, aggregating to ₹1,650.00 million by the Promoter Selling Shareholder. The Prospectus of the Company was filed with the Registrar of Companies, Gujarat at Ahmedabad on February 27, 2026.

Pursuant to the Fresh Issue under the IPO, the paid-up equity share capital of the Company increased from ₹52,62,48,400/- to ₹61,83,30,100/-. The Offer for Sale consisted of existing Equity Shares offered by the Promoter Selling Shareholder and, accordingly, did not result in any change in the paid-up equity share capital of the Company. The Equity Shares of the Company were subsequently listed on BSE Limited and National Stock Exchange of India Limited with effect from March 5, 2026.

8. ANNUAL RETURN:

As per the requirement of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, made thereunder, as amended from time to time, the draft Annual Return in Form MGT-7 for the Financial Year 2025-26 is placed on the website of the Company at https://omnitecheng.com/investor/shareholders-meeting.

9. BOARD MEETINGS:

During the year under report, 18 Meetings of the Board of Directors of the Company were held. For details of the meetings of the Board, please refer to the Corporate Governance Report, which forms part of this report.

10. AUDIT COMMITTEE:

The details pertaining to composition of Audit Committee are included in the Corporate Governance Report, which is a part of this report.

11. NOMINATION AND REMUNERATION COMMITTEE:

The details pertaining to composition of Nomination & Remuneration Committee are included in the Corporate Governance Report, which is a part of this report.

12. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The details pertaining to composition of Stakeholders Relationship Committee are included in the Corporate Governance Report, which is a part of this report.

13. RISK MANAGEMENT COMMITTEE:

The Company has formulated and adopted a Risk Management Policy to identify, assess, monitor and mitigate various risks that may impact its business and operations. The Policy provides a framework for effective identification and management of risks and for taking appropriate measures to minimise their potential impact.

The Company periodically reviews key risks across operational, financial, technological, regulatory and other relevant areas and takes appropriate measures for their mitigation. The Board of Directors oversees the overall risk management framework of the Company and ensures that appropriate processes and controls are in place.

As the Company does not fall within the prescribed criteria of the top 1,000 listed entities by market capitalisation, constitution of a Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not presently applicable to the Company.

IPO Committee and Independent Directors Committee:

The IPO Committee and the Independent Directors Committee were constituted specifically in connection with the Company's Initial Public Offering ("IPO") pursuant to the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). Upon successful completion of the IPO and listing of the Company's equity shares on March 5, 2026, on BSE Limited and the National Stock Exchange of India Limited, the purpose for which the Committees were constituted was fulfilled. Accordingly, the IPO Committee and Independent Directors Committee were discontinued with effect from March 31, 2026.

14. BOARD'S RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, the Directors confirm that:

a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures from the same;

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 of the company for that year;

c) the directors had taken proper and sufficient care to the best of their knowledge and ability 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 annual accounts on a going concern basis;

e) Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws, rules, regulations and such systems were adequate and operating effectively;

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the Internal, statutory and Secretarial Auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by the management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2025-26.

15. RELATED PARTY TRANSACTIONS:

During the year under report, the Company has entered into transactions with related parties for sale of goods and for other transactions. The said transactions were carried on at arm's length price and in the ordinary course of business, and hence do not fall within purview of Section 188(1) of the Companies Act 2013. However, the company has provided voluntarily information on transactions with related parties pursuant to section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Form AOC-2 and attached to this report as **"ANNEXURE I".**

16. STATUTORY AUDITOR AND AUDITOR'S REPORT:

M/s. Dhirubhai Shah & Co. LLP, Chartered Accountants (Firm Registration No. 102511W/W100298), Ahmedabad has been appointed as the statutory auditor of the company for a term of 5 years, to hold office till the conclusion of AGM to be held in the year 2029 (for the financial year 2028-29).

The company had also received confirmation from M/s. Dhirubhai Shah & Co. LLP that they are eligible and not disqualified under section 141 of the Companies Act, 2013 and the Rules framed thereunder, for being appointed as the Auditors of the Company.

Further, in terms of Section 143(3)(i) of the Companies Act, 2013 read with Rule 10A of the Companies (Audit and Auditors) Rules, 2014, Auditors have reported that the Company has adequate internal financial controls system and such system is having operating effectiveness.

The Auditor's Report along with financial statements and all its annexures forming part thereof for the financial year ended March 31, 2026 forms part of this Report as **"ANNEXURE II"** and same does not contain any qualification, reservation or adverse remark.

17. SECRETARIAL AUDITORS:

Pursuant to the provisions of section 204 of the Companies Act, 2013 and Rules framed thereunder, the Board has appointed CS Purvi Dave, Partner, MJP Associates, Practicing Company Secretaries, Rajkot as the Secretarial Auditor of the Company, for conducting the Secretarial Audit for the FY 2025-26.

Secretarial Audit Report in Form MR-3 issued by the Secretarial Auditor of the Company for the Financial Year ended on March 31, 2026 is attached to the Director's Report as **"ANNEXURE III".** Secretarial Auditor has observed that, the renewal of the factory license regards to Factory situated at Plot No./S.R. No. 67/P, Plot No. 2 to 10 Padavala, Kotda Sangani, is under process as on March 31, 2026. The Board would like to clarify that the process is already started, and the Company will receive renewed license very soon. There are no other remarks by the Secretarial Auditors.

18. INTERNAL AUDIT:

The Company has, over the years, implemented proper and adequate systems of internal control across all areas of its operations. The Company has taken various measures to strengthen IT and data security and to improve its Human Resources functions, including departmental mapping and assessment of manpower requirements for each department. The Internal Audit of the Company for the period from April 1, 2025 to March 31, 2026 was carried out by M/s. Shah & Shah, Chartered Accountants.

19. COST AUDITOR & COST AUDIT REPORTS:

In terms of provisions of Section 148(3) of the Companies Act, 2013 and Rule 6(2) of the Companies (Cost records and Audit Rules), 2014, M/s. Tadhani & Co., Cost Accountants (Firm Registration No. 003635) as the Cost Auditors of the Company has been appointed to conduct Audit of Cost Records maintained by the Company for Financial Year 2025-26. The Board had approved Cost Audit Report for the Financial Year 2024-25.

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

Your company is increasingly using information technology in its business operations and promotes conservation of energy and resources.

Energy Conservation:

Omnitech Engineering Limited has taken significant initiatives towards renewable energy adoption and reduction of its carbon footprint through the installation of rooftop solar power facilities.

(a) Metoda Plant:

The company has installed a total rooftop solar capacity of 458.5 kW, comprising 220 kW + 238.5 kW. During FY 2025-26, these solar installations generated approximately 4,16,341 kWh (units) of renewable electricity, contributing to reduced dependence on grid electricity and lower greenhouse gas emissions.

(b) Chhapara Plant:

As part of its continued commitment to renewable energy, the company initiated an additional 1 MW rooftop solar power facility at the Chhapara Plant. The facility was successfully commissioned on June 1, 2026. From commissioning through the end of August 2026, the plant generated approximately 3,44,000 kWh (units) of renewable electricity.

Overall Renewable Energy Contribution

Through these initiatives, the Company is progressively increasing its renewable energy utilization across its manufacturing facilities.

Total Solar capacity installed	1.4585 MW
Solar Generation	Metoda Plant FY 2025-26 : 4,16,341 kWh

The solar projects help the company to:

(a) Reduce dependence on conventional grid electricity.

(b) Reduce electricity costs and improve energy efficiency.

(c) Reduce carbon emissions associated with purchased electricity.

(d) Increase the share of renewable energy in overall energy consumption.

(e) Support the company's sustainability and ESG objectives.

Technical Capabilities and Advanced Manufacturing Technology

Precision Engineering Expertise

The company possesses advanced machining capabilities capable of achieving tolerances as precise as:

- **5 microns (0.005 mm)**

Broad Manufacturing Range

Omnitech can manufacture components across a wide spectrum of sizes and weights:

- Weight range: **0.003 kg to 503.33 kg**
- Diameter range: **1.27 cm to 1 meter**
- Length range: **0.20 cm to 10 meters**

Advanced Machinery and Equipment

The company utilizes a diverse range of technologically advanced equipment, including:

- CNC machining centres
    - o Vertical Machining Centers (VMC)
    - o Turning Machining Centers (TMC)
    - o Sliding Headstock Machines
- Grinding machines
- Gear cutting machines
- Gun-drilling machines
- Honing machines
- Lapping machines
- Laser cutting systems
- Welding equipment

Automation and Digital Technologies

Omnitech has adopted modern manufacturing technologies to enhance productivity and quality:

- Deployment of **industrial robots** across selected production lines.
- Integration of **Industry 4.0 / IoT-enabled solutions** for monitoring and optimizing operational efficiency.
- Dedicated **dimensional testing and quality inspection centre** for ensuring precision and compliance with customer specifications.

Technology Absorption Assessment

The Company demonstrates significant technology absorption through:

- Investment in high-precision manufacturing systems capable of micron-level tolerances.
- Adoption of automation and robotic solutions in production processes.
- Utilization of Industry 4.0 and IoT technologies to improve shop-floor efficiency and data-driven decision-making.
- Expansion into fabrication and fully assembled component manufacturing.

Establishment of international logistics infrastructure through its Houston warehouse, supporting global customer requirements.

Foreign Exchange Earnings and Outgo

Moreover, the Company has reported Foreign Exchange Earnings and Outgo made as under:

Particulars	2025-26	2024-25
Foreign Exchange Earning	₹ 3,278.84 million	₹ 1,864.70 million
Foreign Exchange Outgo	₹ 622.38 million	₹ 866.24 million

21. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS MADE:

During the year under Report, the Company has granted loans of ₹ 6,69,59,033.00 to Novatro Techsolutions Private Limited – Subsidiary Company, a related party in terms of Section 185 of the Companies Act, 2013. The Company had already taken approval of Members under Section 185(1) vide Resolution passed at the Extra-ordinary General Meeting held on October 29, 2024.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

Omnitech Engineering Limited fall into the criteria mentioned in Section 135(1) of the Companies Act, 2013 and hence, it is required to constitute CSR Committee and also to spent at least two percent of the average net profits of the company made during the three immediately preceding financial year to carry out CSR activities as specified in Schedule VII of the Act. The Report on CSR activities undertaken by the company, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **"ANNEXURE IV"** and forms an integral part of this Report. The Policy has been uploaded on the Company'swebsite at https://omnitecheng.com/investor/corporate-governance/

23. DETAILS OF BOARD OF DIRECTORS:

As on March 31, 2026, the Board of Directors comprised of the following Directors:

Sr. No.	Name of the person	DIN	Designation	Date of Appointment (dd/mm/yyyy)
1	Udaykumar Arunkumar Parekh	01635339	Chairman & Managing Director	09/08/2021
2	Dharmi Arunbhai Parekh	06626100	Non-executive Director	03/05/2025
3	Paras Mukundrai Parekh	07761048	Whole-time Director & CFO	02/09/2024 (Redesignated as Whole-time Director & CFO w.e.f. 06/02/2025)
4	Ketan Chandrakant Doshi	00452353	Independent Director	26/10/2024
5	Mahendra Tribhuvan Panchasara	02231295	Independent Director	26/10/2024
6	Punitbhai Mahendrabhai Sodha	10497558	Independent Director	06/02/2025
7	Vidhi Nishit Shah	10937272	Independent Director	06/02/2025

NOTE : Mrs. Indumati Arunbhai Parekh (DIN: 09281779) ceased to be a Non-Executive Director and consequently ceased to be a Member of respective Committees constituted by the Company w.e.f. May 3, 2025.

Further, the Company has received declaration under Section 149 (7) of the Companies Act, 2013 from all Independent Directors, that they meet criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013 read with SEBI (LODR) Regulations, 2015 AND also confirmed that all independent directors are registered in the independent director's databank maintained by Indian Institute of Corporate Affairs as per rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

24. KEY MANAGERIAL PERSONNEL:

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows:

1. Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director (DIN : 01635339)
2. Mr. Paras Mukundrai Parekh, Whole-time Director & CFO (DIN : 07761048)
3. Ms. Bhoomi Manharbhai Vadhavana, Company Secretary & Compliance Officer (ICSI Membership No. ACS-54468)

25. BOARD EVALUATION:

In accordance with provisions of Section 178, the criteria of evaluation are set by the Company.

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance and that of its committees as well as performance of all the Directors individually and the Chairman.

The performance evaluation of Committees was carried out by the Board after seeking inputs from the committee members, on the basis of the criteria such as structure and composition of Committees, fulfilment of the functions assigned to Committees

A Separate exercise was carried out by Nomination and Remuneration Committee of the Board to evaluate the performance of individual directors.

The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The Performance evaluation of the Chairman was also carried out by the Independent Directors, taking into account the views of Executive Directors.

The performance evaluation of Independent Directors was carried out by the Board of Directors based on various factors such as attendance at the Board and Committee Meetings, qualification, experience, ability to function as a team, commitment, roles performed and understanding of industry.

26. CREDIT RATING:

During FY 2025-26, the Company has appointed Infomerics Valuation and Rating Limited *(formerly known as Infomerics Valuation and Rating Private Limited)* as the Credit Rating Agency for Loan facilities by the Company. The Agency has upgraded its rating as IVR A/Stable for Long term Bank Facilities and IVR A1 for Short Term Bank Facilities. The Rating Certificates are available on the website of the Company on https://omnitecheng.com/credit-rating-year-2026-27/.

27. VIGIL MECHANISM

The Company is committed to highest standards of professionalism, honesty, integrity, transparency and ethical behavior. Pursuant to the provisions of Section 177(9) & 177(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 had approved the Policy on Vigil mechanism/Whistle Blower which provides mechanism to its Directors, employees and other stakeholders to raise concerns about any wrongdoing in the Company and provide for adequate safeguards against victimization of employees and other persons who avail this mechanism.

The mechanism under the policy has been appropriately communicated within the organization. The Audit Committee of the Board shall review the functioning and implementation of the Whistle Blower mechanism, on timely basis.

During the year under report, the company has not received any complaints under the said mechanism. The Whistle Blower policy of the company has been hosted on the website at the link https://omnitecheng.com/investor/corporate-governance/

28. PARTICULARS OF EMPLOYEES:

There are no employees in the Company drawing remuneration of more than ₹ 8.5 Lacs per month or 1.02 crore per annum except the Board Member as tabled below, as prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Sr. No.	Name, Designation & Nature of Duties	Age	Remuneration (₹)	Qualification & Experience	Date of commencement of Employment	Last Employment
1	Name: Udaykumar Arunkumar Parekh Designation: Chairman & Whole Time Director Nature of Duties: Responsible for managing the day-to-day operations in our Company	47 Years	1,25,00,000 p.a.	Udaykumar Arunkumar Parekh is the Chairman, Managing Director and one of the Promoters of our Company. He is responsible for managing the day-to-day operations in our Company. He holds a degree in Bachelor's of Engineering in Mechanicals from V.V.P. Engineering College, Rajkot, Saurashtra University. He had also pursued Diploma in Mechanical Engineering from Technical Examinations Board, Gujarat State, Gandhinagar. He has been associated with our Company since its incorporation. He was associated with Jyoti CNC Automation Private Limited as Sales executive. He is also the CEO and President of Omnitech Group, Inc. He has over 19 years of experience in the machining industry.	09/08/2021	He was associated with Jyoti CNC Automation Private Limited as Sales executive

29. EMPLOYEE STOCK OPTION PLAN 2025:

The Board of Directors had approved the "Omnitech Engineering Limited Employee Stock Option Plan 2025" ("ESOP 2025") at its Meeting held on May 3, 2025. The ESOP 2025 was subsequently approved by the Members of the Company at the Extra- Ordinary General Meeting held on May 16, 2025 and the Nomination and Remuneration Committee on May 16, 2025.

However, no Employee Stock Options were granted under the ESOP 2025 during the financial year 2025-26 and, consequently, no shares were issued or allotted pursuant thereto. Accordingly, no disclosures are required to be made under Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 in respect of the ESOP 2025 for the financial year under Report.

30. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with all the applicable Secretarial Standards including amendments thereof in the Financial Year 2025-26 as issued by the Institute of Company Secretaries of India (ICSI).

31. TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

During the year under review, pursuant to the provisions of section 125(2) of the Companies Act, 2013, the company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) established by Central Government of India.

32. SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANIES:

As at March 31, 2026, the Company had one Wholly-owned Subsidiary i.e. Omnitech Group, Inc., incorporated outside India.

Further, the Company has not entered into any Joint Venture, the Company has a subsidiary Company, Novatro Techsolutions Private Limited in which the Omnitech Engineering Limited has Shareholding of 76.00% during the year under report. The details of subsidiary is disclosed in Form AOC-1 annexed to this report as "**ANNEXURE V**".

As at March 31, 2026, the company had following subsidiary companies:

Sr. No.	Name of the Company & Registration Number/CIN	Holding in Percentage
1	**Omnitech Group, Inc.** File No. : 6892072 registered at State of Delaware, Secretary of State, United States of America Address: 1201 N Market Street, Suite 2300, Wilmington, New Castle County, Delaware 19801, United States of America.	100.00%
2	**Novatro Techsolutions Private Limited** CIN : U62010GJ2024PTC156845 Address: C/o Omnitech Engineering Limited, RS No. 35 To 39, Plot No. 9 to 12, Shivam Industrial Zone-6, Kalawad Road, Chhapara, Mota Vada, Rajkot, Lodhika-360021, Gujarat, India	76.00%

The details of subsidiaries are disclosed in Form AOC-1 annexed to this report.

33. DISCLOSURES UNDER THE MATERNITY BENEFIT ACT, 1961

The Company complies with the provisions of the Maternity Benefit Act, 1961, and will grant maternity leave to all eligible women employees, upon request, in accordance with the Act.

34. OTHER DISCLOSURES AS REQUIRED UNDER THE PROVISIONS OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER:

1. There have been no material changes/ commitments affecting the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date on report;
2. The Directors have submitted the disclosure of interest as per section 184 read with applicable Rules of the Companies Act, 2013 in the format Form MBP-1.
3. During the year under review your company has not accepted the deposit from the public under section 73 to 76 of the Companies Act, 2013 and the rules made thereunder;
4. No significant or material orders were passed by the Regulators or courts or tribunals which impact the going concern status and company's operations in future;
5. PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE:

   The company has in place a policy for prevention, prohibition and redressal of Sexual Harassment at workplace. Appropriate mechanisms are in place for protection against sexual harassment and right to work with dignity.

   (a) The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

   (i) Number of Sexual Harassment Complaints received: No such case(s) received/reported during the Reporting period

   (ii) Number of Sexual Harassment Complaints disposed off: Not Applicable during the reporting period.

   (iii) Number of Sexual Harassment Complaints pending beyond 90 days: No such case(s) received/reported during the Reporting period
6. There have been no instances of any revision in the Board's Report or the financial statement; hence disclosure under Section 131(1) of the Act is not required;
7. The Company has not issued any shares to any employee, under any specific scheme, and hence, disclosures under Section 67(3) are not required to be made;
8. The Company has not paid any commission to any of its Directors and hence, provision of disclosure of commission paid to any Director as mentioned in Section 197(14) is not required to disclose;
9. The company had not issued any shares with differential voting rights or Sweat Equity shares during the year under Report;

10. There are no application made under the Insolvency and Bankruptcy Code, 2016, during the year under Report, and therefore no such details are required to be given;

11. There are no instances of any One Time Settlement with any Bank, and therefore, details of difference between the 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, are not required to be given.

ACKNOWLEDGEMENT:

Your directors put on record their whole hearted gratitude to Government authorities, bankers, employees of the Company and other stakeholders for their sincere co-operation, hard work, solidarity, dedication and efforts towards the Company.

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

REPORT ON CORPORATE GOVERNANCE

I. CORPORATE GOVERNANCE PHILOSOPHY:

Omnitech Engineering Limited ("Omnitech"/ "the Company") is committed to achieving and maintaining the highest standards of Corporate Governance practices. The Company's Corporate Governance philosophy is founded on the principles of transparency, accountability, fiscal responsibility, values and ethics, which form an integral part of the Management's approach towards achieving excellence, sustainable growth and long-term value creation.

The Company's Corporate Governance practices reflect its commitment towards responsible management and ethical business conduct. The Company is committed to complying with the applicable statutory and regulatory requirements, including the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Companies Act, 2013, as applicable.

The Company has taken necessary steps to safeguard and protect the rights and interests of its shareholders in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and other applicable laws and regulations.

Omnitech ensures timely, adequate and complete dissemination of information on all matters required to be disclosed to the public and its stakeholders. The Company's website and Annual Report provide comprehensive information relating to its business, ownership, functioning, governance practices and other material aspects of the Company, thereby promoting transparency and informed engagement with its stakeholders.

The Company believes that sound Corporate Governance is an essential foundation for sustainable business growth, stakeholder confidence and long-term value creation and continuously endeavours to strengthen its governance framework in line with applicable regulatory requirements and best governance practices.

II. BOARD OF DIRECTORS:

Composition of the Board of Directors

As on March 31, 2026, the Company has 07 (Seven) Directors. Out of the seven Directors, 02 (Two) are Executive Directors, 01 (One) is a Non-Executive Director and 04 (Four) are Non-Executive Independent Directors, including 01 (One) Woman Non-executive Independent Director. Accordingly, the Independent Directors constitute more than 50% of the Board. The Company has an appropriate and balanced composition of Executive, Non-Executive and Independent Directors, ensuring an effective combination of experience, expertise, independence and diversity on the Board. The composition of the Board is in conformity with Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Sections 149 and 152 of the Companies Act, 2013. Details of the composition of the Board are given in **Annexure 1.**

(i) None of the Directors on the Board:

- Holds directorships in more than the limits prescribed under the Companies Act, 2013 and Listing Regulations;
- Serves as Director or as an independent director in more than the limits prescribed under Listing Regulations and
- Who are the Executive Directors serves as Independent Directors in more than three listed entities.

Necessary Disclosures regarding Board and Committee positions in other public companies as on March 31, 2026 have been made by the Directors in **Schedule-1** enclosed herewith below.

Declaration from Independent Directors:

The Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Section 149(6) of the Companies Act, 2013 ("Act"), read with the rules framed thereunder. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have declared that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective and independent judgment.

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

Further, all the Independent Directors, before their respective appointment, have registered their names in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company also has 01 (One) Non-Executive Director who is not an Independent Director. Accordingly, the provisions relating to declaration of independence and confirmation under Section 149(6) of the Act and Regulation 25(8) of the SEBI Listing Regulations are not applicable to such Non-Executive Director.

Meetings of the Board:

In Financial Year 2025-26, the Board of Directors met 18 (Eighteen) times on (dd/mm/yyyy) 09/04/2025, 25/04/2025, 03/05/2025, 16/05/2025, 27/05/2025, 18/06/2025, 23/06/2025, 30/06/2025, 18/08/2025, 06/09/2025, 10/09/2025, 14/09/2025, 22/12/2025, 12/01/2026, 18/02/2026, 27/02/2026, 02/03/2026 and 14/03/2026 and the gap between two meetings did not exceed 120 days.

Attendance of Directors in Board Meetings:

The name and categories of the Directors on the Board, their attendance at the Board Meetings held during the Financial Year 2025-26, the last Annual General Meeting was held on Tuesday, September 30, 2025 and the number of Directorships and Committee Chairmanships/Memberships held by each one of them in other Indian Public Limited Companies as on 31st March, 2026, are given below:

Schedule-1: Composition of the Board of Directors etc. for the year 2025-26

Name of Director	Category	Attendance Particulars			No. of Directorships and Committee Membership/ Chairmanships in Indian Companies as on March 31, 2026			Directorship in other listed entity
		Number of Board Meetings		Last AGM attended	No. of Directorship held in Indian Companies including company	Committee Membership held in Indian Public Limited Companies including the company	Committee Chairmanships held in Indian Public Limited Companies including the company	
		Held	Attended					
Mr. Udaykumar Arunkumar Parekh (Chairman and Managing Director) DIN: 01635339	Executive Director	18	16	Yes	2	0	2	0
Mr. Paras Mukundrai Parekh (Whole-time Director & Chief Financial Officer) DIN: 07761048	Executive Director	18	18	Yes	1	4	0	0
Mr. Ketan Chandrakant Doshi DIN: 00452353	Independent & Non-Executive Director	18	6	Yes	1	1	2	0
Mr. Mahendra Tribhuvan Panchasara DIN: 02231295	Independent & Non-Executive Director	18	8	No	2	0	2	0
Mr. Punitbhai Mahendrabhai Sodha DIN: 10497558	Independent & Non-Executive Director	18	13	Yes	2	0	1	0
Mrs. Vidhi Nishit Shah DIN: 10937272	Independent & Non-Executive Director	18	7	No	1	0	2	0
Ms. Dharmi Arunbhai Parekh DIN : 06626100	Non-Independent & Non-Executive Director	18	2	Yes	1	1	0	0

Meeting of Independent Director:

During the Financial Year 2025-26, 01 (One) meeting of Independent Director was held on February 19, 2026 in compliance with Regulation 25 of the Listing Regulations read with Section 149 of the Act and Schedule IV of the Act, without presence of Non-Independent Directors and members of the management and all the Independent Directors were present in such meeting.

CHART/MATRIX OF SETTING OUT THE SKILLS/ EXPERIENCES/ COMPETENCIES OF THE BOARD OF DIRECTORS:

The Board has identified the following skills/Expertise/competencies with reference to its business and industry that are basically required for effective functioning of the company;

Sr. No.	Skill Areas
1	Strategic Planning, Business Management and Decision Making
2	Entrepreneurship, Leadership and Business Operations
3	Engineering, Machining, Manufacturing and Precision Components
4	Finance, Accounting, Banking and Financial Management
5	Sales, Marketing, Business Development and Customer Management
6	Corporate Governance, Legal, Regulatory and Compliance
7	International Business, Export Markets and Stakeholder Management

The Directors are appointed are from diversified backgrounds and possess skills as required in the Industry:

Name of Directors	Strategic Planning, Business Management and Decision Making	Entrepreneurship, Leadership and Business Operations	Engineering, Machining, Manufacturing and Precision Components	Finance, Accounting, Banking and Financial Management	Sales, Marketing, Business Development and Customer Management	Corporate Governance, Legal, Regulatory and Compliance	International Business, Export Markets and Stakeholder Management
Mr. Udaykumar Arunkumar Parekh	✓	✓	✓	✓	✓	✓	✓
Mr. Paras Mukundrai Parekh	✓	✓	✓	✓	O	✓	✓
Ms. Dharmi Arunbhai Parekh	✓	✓	O	O	O	✓	O
Mr. Ketan Chandrakant Doshi	✓	✓	✓	O	O	✓	O
Mr. Mahendra Tribhuvan Panchasara	✓	✓	✓	O	✓	✓	✓
Mr. Punitbhai Mahendrabhai Sodha	✓	O	O	✓	O	✓	✓
Mrs. Vidhi Nishit Shah	✓	O	O	✓	✓	✓	O

FAMILIARISATION PROGRAMME FOR BOARD MEMBERS:

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place a Familiarisation Programme for Independent Directors. The programme is designed to familiarise Independent Directors with the Company's business, operations, strategy, financial performance, industry environment, governance framework, regulatory developments and their roles, rights and responsibilities. During the year under review, the Independent Directors were provided with appropriate familiarisation through Board and Committee meetings, management interactions and updates on business and regulatory matters, as applicable.

The details of the Familiarisation Programme are available on the Company's website at: https://omnitecheng.com/investor/corporate-governance/ .

DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTORS INTER-SE:

Following is the list of Directors along with their Relationships inter-se:

Sr. No.	Name of Director	Relationship Inter-se
1	Mr. Udaykumar Arunkumar Parekh (Chairman and Managing Director) DIN: 01635339	Brother of Ms. Dharmi Arunbhai Parekh, Non-Executive & Non-Independent Director; Brother-in-law of Mr. Paras Mukundrai Parekh, Whole-time Director & Chief Financial Officer (being the husband of his sister)
2	Mr. Paras Mukundrai Parekh (Whole-time Director & Chief Financial Officer) DIN: 07761048	Brother-in-law of Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director (being the husband of his sister) Brother-in-law of Ms. Dharmi Arunbhai Parekh, Non-Executive & Non-Independent Director (being the husband of her sister)
3	Ms. Dharmi Arunbhai Parekh (Non-Executive & Non-Independent Director) DIN : 06626100	Sister of Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director Sister-in-law of Mr. Paras Mukundrai Parekh, Whole-time Director & Chief Financial Officer

Sr. No.	Name of Director	Relationship Inter-se
4	Mr. Ketan Chandrakant Doshi (Non-Executive & Independent Director) DIN: 00452353	Independent by Nature and holding no pecuniary relationship with promoters or any of Directors
5	Mr. Mahendra Tribhuvan Panchasara (Non-Executive & Independent Director) DIN: 02231295	Independent by Nature and holding no pecuniary relationship with promoters or any of Directors
6	Mr. Punitbhai Mahendrabhai Sodha (Non-Executive & Independent Director) DIN: 10497558	Independent by Nature and holding no pecuniary relationship with promoters or any of Directors
7	Mrs. Vidhi Nishit Shah (Non-Executive & Independent Director) DIN: 10937272	Independent by Nature and holding no pecuniary relationship with promoters or any of Directors

RESIGNATION OF INDEPENDENT DIRECTORS:

During the year under report, no Independent Directors resigned from the Board.

DETAILS OF EQUITY SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS AS ON MARCH 31, 2026:

As on March 31, 2026, none of the Non-Executive Directors of the company were holding any Equity shares or Convertible Instruments as on March 31, 2026.

III. COMMITTEES OF THE BOARD:

As on March 31, 2026, the Company had 07 (Seven) committees as mentioned here in under:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee
- IPO Committee*
- Independent Director Committee**

i. AUDIT COMMITTEE:

The Company has constituted Audit Committee in line with provisions of Regulation 18 of the Listing Regulations and Section 177 of the Act.

The Audit Committee assists the Board in discharging of its responsibility to oversee the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting requirements.

All the members of Audit Committee possess accounting, economic, legal and financial management expertise.

The previous Annual General Meeting of the company was held on September 30, 2025 and was attended by Mr. Punitbhai Mahendrabhai Sodha (DIN : 10497558), Chairman – Audit Committee.

The meetings of the Audit Committee are also attended by the Whole-time Director & Chief Financial Officer, Independent Directors, Statutory Auditors and other Management representatives as special invitees as and when required.

The Company Secretary acts as Secretary to the Audit Committee.

Mr. Punitbhai Mahendrabhai Sodha, is the Chairman of Audit Committee. The other members include Mr. Paras Mukundrai Parekh – Whole-time Director & Chief Financial Officer, Mrs. Vidhi Nishit Shah – Independent Director

The primary role/responsibility of the Audit Committee is:

a) Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

b) Recommending to the Board, the appointment, re-appointment and replacement, remuneration and terms of appointment of the statutory auditor and fixation of audit fee;

c) Reviewing and monitoring the auditor's independence and performance and the effectiveness of audit process;

d) Approving payments to the statutory auditors for any other services rendered by statutory auditors;

e) Reviewing, the financial statements and Auditors Report thereon before submission to the Board for approval and

f) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval/ the statement of deviation of funds/ Approval or any subsequent modification of transactions of the company with related parties.

The detailed terms of reference pursuant to the provisions of Listing Regulations and in accordance with the Act are placed on the website of the company.

Number of Audit Committee Meetings and Attendance thereto has been tabled here in under:

Audit Committee Meetings

Name of Members	Committee Meeting dates					Held during the year	Attended
	1	2	3	4	5		
	June 18, 2025	June 23, 2025	December 22, 2025	February 18, 2026	March 14, 2026		
Mr. Punitbhai Mahendrabhai Sodha	✓	✓	✓	✓	✓	5	5
Mr. Paras Mukundrai Parekh	✓	✓	✓	✓	✓	5	5
Mrs. Vidhi Nishit Shah	✓	✓	✓	✓	✓	5	5

Note : ✓ means Attended the meeting

ii. NOMINATION & REMUNERATION COMMITTEE:

The Company has constituted a Nomination and Remuneration Committee in accordance with the provisions of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, read with the rules made thereunder.

The Committee was initially constituted with the following members:

1. Mr. Ketan Chandrakant Doshi – Chairman
2. Mr. Mahendra Tribhuvan Panchasara – Member
3. Mrs. Indumati Arunbhai Parekh – Member

Subsequently, pursuant to changes in the composition of the Board, the Nomination and Remuneration Committee was reconstituted with effect from May 3, 2025, comprising the following members:

1. Mr. Ketan Chandrakant Doshi – Chairman
2. Mrs. Vidhi Nishit Shah – Member
3. Ms. Dharmi Arunbhai Parekh – Member

The Company Secretary acts as Secretary to the Nomination & Remuneration Committee.

The primary Role/Responsibility of Nomination & Remuneration Committee are:

a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management;

b) Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to Board a policy relating to the remuneration of Directors, Key Managerial Personnel and senior management personnel;

c) To ensure that the level and composition of remuneration is in line with the industry benchmark, sufficient to attract and retain right talent, at all levels and keep them motivated enough to meet the organizational objectives;

d) To ensure that a reasonable balance is maintained in terms of composition of remuneration;

e) To have performance measurement parameters in place to assess the overall performance of Directors, Key Managerial Personnel, Members of Senior Management.

f) To develop a succession plan for the Board and to regularly review the plan.

Performance Evaluation Criteria for Directors:

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including Independent Directors. The said criteria provide certain parameters like attendance, acquaintance with business, communicate inter se with Board members, effective participation, compliance with Code of Conduct etc. which is compliance with applicable laws, regulations and guidelines.

Number of Nomination & Remuneration Committee Meeting and Attendance thereto has been tabled here in under:

Nomination & Remuneration Committee Meeting

Name of Members	Date of Meeting		Held during the year	Attended
	April 25, 2025	May 16, 2025		
Mr. Ketan Chandrakant Doshi	✓	✓	2	2
Ms. Dharmi Arunbhai Parekh *	NA	✓	2	1
Mrs. Vidhi Nishit Shah	NA	✓	2	1
Mrs. Indumati Arunbhai Parekh *	✓	NA	2	1
Mr. Mahendra Tribhuvan Panchasara*	✓	NA	2	1

*Mrs. Indumati Arunbhai Parekh (DIN: 09281779) ceased to be a Non-Executive Director and consequently ceased to be a member of the Nomination and Remuneration Committee with effect from May 3, 2025. Mr. Mahendra Tribhuvan Panchasara (DIN: 02231295) continued as a Director of the Company; however, he ceased to be a member of the Nomination and Remuneration Committee with effect from May 3, 2025. Consequently, the Nomination and Remuneration Committee was reconstituted with Mr. Ketan Chandrakant Doshi continuing as Chairman and Mrs. Vidhi Nishit Shah and Ms. Dharmi Arunbhai Parekh being appointed as members, with effect from May 3, 2025.

Note : ✓ means Attended the meeting and NA means Not Attended

iii. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Company has constituted a Corporate Social Responsibility Committee in accordance with the provisions of Section 135 of the Companies Act, 2013 (“Act”), read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and other applicable provisions of the Act and rules made thereunder.

The Corporate Social Responsibility Committee comprises 3 (Three) Directors, namely:

1. Mr. Udaykumar Arunkumar Parekh – Chairman
2. Mr. Paras Mukundrai Parekh – Member
3. Mr. Mahendra Tribhuvan Panchasara – Member

The Company Secretary acts as Secretary to the Corporate Social Responsibility Committee.

The Committee’s prime responsibility is to assist the Board in discharging its responsibilities towards way of formulating and monitoring implementation of the framework of Corporate Social Responsibility Policy.

The primary responsibilities of the Corporate Social Responsibility Committee are as follows:

a) To formulate and recommend to the Board the Corporate Social Responsibility Policy indicating the CSR activities to be undertaken by the Company in accordance with Schedule VII of the Companies Act, 2013, and to recommend modifications or revisions thereto, as and when required;

b) To review and recommend to the Board the amount of expenditure to be incurred on CSR activities and to oversee the allocation and utilisation of CSR funds in accordance with the approved CSR Policy and applicable provisions of law;

c) To monitor and review the implementation of CSR activities and projects undertaken by the Company, including the progress of such initiatives and their compliance with the approved CSR Policy and Annual Action Plan;

d) To establish a transparent monitoring mechanism for implementation of CSR initiatives and to review the Company’s CSR performance and disclosures from time to time; and

e) To perform such other functions and responsibilities as may be prescribed under Section 135 of the Companies Act, 2013, the Companies (CSR Policy) Rules, 2014, and other applicable provisions, and as may be assigned by the Board from time to time.

The Corporate Social Responsibility policy of the company including terms of reference is disclosed on the Company’s website at the link https://omnitecheng.com/investor/corporate-governance/

Number of Corporate Social Responsibility Committee Meetings and Attendance thereto has been tabled here in under:

Corporate Social Responsibility Committee Meetings

Name of Members	Committee Meeting dates			Held during the year	Attended
	1	2	3		
	June 23, 2025	December 27, 2025	March 28, 2026		
Mr. Udaykumar Arunkumar Parekh	✓	✓	✓	3	3
Mr. Paras Mukundrai Parekh	✓	✓	✓	3	3
Mr. Mahendra Tribhuvan Panchasara	✓	✓	✓	3	3

Note : ✓ means Attended the meeting

iv. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company had constituted Stakeholders Relationship Committee in line with provisions of Regulation 20 of the Listing Regulations and Section 178 of the Act.

Mr. Ketan Chandrakant Doshi – Independent Director is the Chairman of the Stakeholders Relationship Committee. The other members include Mr. Mahendra Tribhuvan Panchasara – Independent Director and Mr. Paras Mukundrai Parekh – Whole-time Director & Chief Financial Officer.

The Company Secretary acts as Secretary to the Stakeholders Relationship Committee

The primary role/responsibilities of the Stakeholders Relationship Committee are:

a) To Consider and look into various aspects of interest of shareholders, debenture holders and other security holders;

b) To resolve the grievances of the security holders of the company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividend, issue of new/duplicate certificates, general meetings, etc.

c) Review of measures taken for effective exercise of voting rights by shareholders;

d) Review of adherence to service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

e) Review of various measures and initiatives taken by the Company for reducing quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company;

The details of the Investor Complaints and contact details so as to provide assistance to shareholders of the company is mentioned below:

Number and nature of complaints received and redressed during the year 2025-26:

Nature of Complaint	No. of Complaints Received	No. of Complaints Redressed	No. of Complaints Pending as on March 31, 2026
Investor Grievances	5	5	0
Total	5	5	0

The company has also designated the e-mail id: compliance@omnitecheng.com exclusively for providing investor servicing.

Number of Stakeholders Relationship Committee Meetings and Attendance thereto has been tabled here in under:

Stakeholders' Relationship Committee Meeting

Name of Members	Date of Meeting	Held during the year	Attended
	March 31, 2026		
Mr. Ketan Chandrakant Doshi	✓	01	01
Mr. Mahendra Tribhuvan Panchasara	✓	01	01
Mr. Paras Mukundrai Parekh	✓	01	01

Note : ✓ means Attended the meeting

v. RISK MANAGEMENT COMMITTEE:

The Company has constituted a Risk Management Committee to strengthen its risk management framework and to facilitate identification, assessment, monitoring and mitigation of various risks associated with its business operations.

The provisions relating to the constitution of the Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") are applicable to the top 1,000 listed entities based on market capitalisation and certain other specified entities. As the Company was listed on March 5, 2026 and was not covered under the said category during the Financial Year 2025-26, the mandatory requirements of Regulation 21 were not applicable to the Company during the year.

Notwithstanding the above, the Company has voluntarily constituted a Risk Management Committee comprising the following Directors:

1. Mr. Udaykumar Arunkumar Parekh – Chairman
2. Mr. Paras Mukundrai Parekh – Member
3. Mr. Ketan Chandrakant Doshi – Member

The Company Secretary acts as Secretary to the Risk Management Committee

The Committee is entrusted with overseeing the Company's risk management framework and assisting the Board in identifying, evaluating, monitoring and mitigating significant business, operational, financial, regulatory and other risks.

The primary role/responsibilities of the Committee are:

a) To identify and assess the various risks associated with the Company's business and operations and to review the measures adopted for their mitigation;

b) To monitor and review the implementation of the Company's Risk Management Policy and risk management framework, including the adequacy and effectiveness of the systems and processes for identification, assessment and mitigation of risks;

c) To periodically review the risk management framework and keep the Board of Directors informed about significant risks, mitigation measures and other material developments relating to risk management.

During the Financial Year 2025-26, no meeting of the Risk Management Committee was held.

*IPO Committee:

The IPO Committee was constituted exclusively to oversee and facilitate matters relating to the Company's Initial Public Offering ("IPO"). Following the successful listing of the Company's equity shares on March 5, 2026, on BSE Limited and the National Stock Exchange of India Limited, the purpose for which the Committee was constituted was fulfilled. Accordingly, the IPO Committee was discontinued with effect from March 31, 2026.

**Independent Directors Committee:

The Independent Directors Committee was constituted specifically in connection with the Company's Initial Public Offering ("IPO") pursuant to the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). Upon successful completion of the IPO and listing of the Company's equity shares on March 5, 2026, the purpose of the Committee was fulfilled. Accordingly, the Independent Directors Committee was discontinued with effect from March 31, 2026.

V(B) KEY MANAGERIAL & SENIOR MANAGEMENT:

The Key Managerial Personnel and Senior Management of the Company includes following persons:

Sr. No.	Name	Designation
1	Mr. Paras Mukundrai Parekh	Chief Financial Officer
2	Ms. Bhoomi Manharbhai Vadhavana	Company Secretary & Compliance Officer
3	Mr. Akhja Haresh T	Chief Operating Officer
4	Mr. Bhavin Prahalad Acharya	Chief Revenue Officer

Further there were no changes in Key Managerial Personnel and Senior Management in comparison to previous financial year.

IIII REMUNERATION OF DIRECTORS:

Information on remuneration of Directors for the year ended March 31, 2026 is given below in **Annexure 3:**

Annexure 3: Remuneration paid or payable to Directors for the year ended March 31, 2026 and relationships of the Directors inter-se:

Name of Director	Relationship of the Directors inter-se	Sitting Fees	Salary and perquisites	Provident Fund and Superannuation Fund	Commission	Total
Mr. Udaykumar Arunkumar Parekh - Chairman & Managing Director	Brother of Ms. Dharmi Arunbhai Parekh, Non-Executive & Non-Independent Director AND Brother-in-law of Mr. Paras Mukundrai Parekh, Whole-time Director & Chief Financial Officer (being the husband of his sister)	NA	₹ 1,50,00,000.00	NA	NA	₹ 1,50,00,000.00/-
Mr. Paras Mukundrai Parekh - Whole-time Director & Chief Financial Officer	Brother-in-law of Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director AND of Ms. Dharmi Arunbhai Parekh, Non-Executive & Non-Independent Director	NA	₹ 84,00,000.00	21,600.00	NA	₹ 84,00,000.00/-
Ms. Dharmi Arunbhai Parekh - Non-Executive & Non-Independent Director	Sister of Mr. Udaykumar Arunkumar Parekh, Chairman & Managing Director Sister-in-law of Mr. Paras Mukundrai Parekh, Whole-time Director & Chief Financial Officer	₹ 25,000.00	NA	NA	NA	₹ 25,000.00/-
Mr. Ketan Chandrakant Doshi - Non-Executive & Independent Director	None	₹ 1,00,000.00	NA	NA	NA	₹ 1,00,000.00
Mr. Mahendra Tribhuvan Panchasara - Non-Executive & Independent Director	None	₹ 1,30,000.00	NA	NA	NA	₹ 1,30,000.00
Mr. Punitbhai Mahendrabhai Sodha - Non-Executive & Independent Director	None	₹ 85,000.00	NA	NA	NA	₹ 85,000.00
Mrs. Vidhi Nishit Shah - Non-Executive & Independent Director	None	₹ 80,000.00	NA	NA	NA	₹ 80,000.00

There are no pecuniary relationships or transactions of the Non-Executive Directors/ Independent Directors vis-à-vis the company.

V GENERAL BODY MEETINGS:

i) General Meetings:

a) Annual General Meetings:

Date, Time and venue for the last 3 (Three) Annual General Meetings (AGM) are given in Annexure below:

Annexure: Details of last three Annual General Meetings:

Financial Year	Date	Time	Venue	Special Resolutions passed
2024-25	Tuesday, September 30, 2025	04:00 PM	AGM held in-person at the Registered office of the Company: Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Ind Estate, Kalawadd Rd, Metoda, Rajkot 360021, Gujarat, India	Yes
2023-24	Monday, September 30, 2024	10:30 AM	AGM held in-person at the Registered office of the Company: Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Ind Estate, Kalawadd Rd, Metoda, Rajkot 360021, Gujarat, India	No
2022-23	Saturday, September 30, 2023	11:00 AM	AGM held in-person at the Registered office of the Company: Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Ind Estate, Kalawadd Rd, Metoda, Rajkot 360021, Gujarat, India	No

b) Extra-ordinary General Meetings:

Date, Time and venue for Extra-ordinary General Meetings (EoGM) are given in Annexure below:

Financial Year	Date	Time	Venue	Special Resolutions passed
2025-26	Friday, May 16, 2025	11:30 A.M.	EoGM held in-person at the Registered office of the Company: Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Ind Estate, Kalawadd Rd, Metoda, Rajkot 360021, Gujarat, India	Yes

c) Special Resolutions passed in last 3 (Three) Annual General Meetings:

(i) Special Resolution for Amendment in Clause III [A] (1), being the Main Object Clause of the Memorandum of Association of the Company, to align the objects of the Company with its existing and proposed business activities, including manufacturing, machining, fabrication, processing, trading and allied activities relating to engineering components, electronics, electrical products, automation, defence, transportation, aerospace, energy and other allied sectors. The said Special Resolution was passed at the 4th Annual General Meeting of the Company held on September 30, 2025 for the FY 2024-25.

None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing of Special Resolution conducted through Postal Ballot.

VI. OTHER DISCLOSURES:

a) Related Party Transactions:

All the transactions entered into by and between the Company and related parties during the financial year were in the ordinary course of business. The same were approved by Audit Committee. The Board has approved policy for related party transactions which has been uploaded on the Company's website at https://omnitecheng.com/investor/corporate-governance/

None of the transactions with any of the related parties were in conflict with the interest of the company.

b) Details of Non-Compliance:

During the Financial Year 2025-26, including the period subsequent to the listing of the Company's equity shares on BSE Limited and National Stock Exchange of India Limited with effect from March 5, 2026, there were no instances of material non-compliance, penalties or strictures imposed on the Company by any statutory or regulatory authority.

which were imposed on the company by Stock Exchanges or SEBI or any other statutory authority or any other matter related to capital markets.

c) Whistle Blower Policy

The Company promoters ethical behaviour across all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has adopted a Whistle Blower Policy and has established necessary Vigil Mechanism for Employees and Directors to report concerns about unethical behaviour. The Whistle Blower Policy complies with the requirements of Vigil Mechanism as stipulated under Section 177(9) of the Act. The policy comprehensively provides for an opportunity to every Employee and Director to report instances of unethical behaviour, actual or suspected fraud or any violation of the Code of Conduct and/or laws applicable to the company and seek redressal. The policy has been disclosed on the Company's website at https://omnitecheng.com/investor/corporate-governance/.

d) CEO/MD and CFO Certification:

The Chairman & Managing Director and the Whole-time Director & Chief Financial Officer of the company give annual certifications on financial reporting and internal controls to the Board in terms of Regulation 17 read with Part B of Schedule II of Listing Regulations. The said certificate is annexed and forms part of the Annual Report.

e) Certificate from Practising Company Secretaries:

The Company has obtained a Certificate from the Practising Company Secretaries stating that none of the Directors on the Board of the company have been debarred from being appointed or continuing as Directors of the companies by Securities and Exchange Board of India, Ministry of Corporate Affairs or any such Authority.

f) Details of total fees paid to Statutory Auditors:

The details of total fees for all services paid by the company to the Statutory Auditors is as follows :

Sr. No.	Name of the Firm	Amount in millions
1	M/s. Dhirubhai Shah & Co. LLP	₹ 1.20

g) Compliance with Mandatory and Non-Mandatory Requirements:

The Company has complied with applicable mandatory requirements of Listing Regulations and certain discretionary requirements by the Board of the company.

h) Disclosure on policy of Material Subsidiaries:

The Company is having no Material Subsidiaries as on March 31, 2026.

i) Disclosure of Commodity price risk and commodity hedging activities:

The Company is exposed to fluctuations in the prices of certain raw materials and other inputs used in its manufacturing operations. The Company continuously monitors such price movements and manages the associated risk through appropriate procurement and inventory management practices. The Company did not undertake any commodity hedging activities during FY 2025-26.

j) Details of utilization of funds of Preferential Allotment/ QIPs:

During the year under report, no funds were raised through Preferential Allotment/QIPs.

k) Certificate from Company Secretary in Practice regarding non-debarment and non-disqualification of Directors:

A certificate from MJP Associates, Practising Company Secretaries, stating that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by SEBI/ Ministry of Corporate Affairs or any such statutory authority, is attached as **ANNEXURE IX** to this Report.

l) Acceptance of Recommendation of Board Committees:

During the Financial Year 2025-26, there was no recommendation of any Committee of the Board of the Company which is mandatorily required and not accepted by the Board of the Company.

m) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has constituted an Internal Complaints Committee ("ICC") at its applicable workplaces to inquire into and redress complaints relating to sexual harassment at the workplace.

During the Financial Year 2025-26, no complaint of sexual harassment was received by the Company. Accordingly, no complaint was pending for disposal as at March 31, 2026.

n) Disclosure of Loans and Advances by the Company and its subsidiaries to the firms/ companies in which directors are interested by name and amount:

During the Financial Year 2025-26, the Company has provided a loan of ₹66.96 million to Novatro Techsolutions Private Limited, a subsidiary of the Company, in which the Directors of the Company are interested. During the year, ₹0.24 million was recovered towards the loan and interest income of ₹2.39 million was recognised by the Company.

VII. MEANS OF COMMUNICATION:

The Company puts-forth vital information about the company and its performance, including quarterly results and the data is updated regularly on website of the company www.omnitecheng.com for benefit of the public at large.

During the year, the quarterly, half-yearly and annual results of the Company's performance have been published in leading newspapers such as *The Indian Express*–English and *Financial Express*–Gujarati editions and all the intimations are sent to stock exchanges.

Website	The Company's website contains a separate dedicated section titled "Investors". The basic information about the company, as called for in terms of Regulation 46 of the Listing Regulations, is provided on Company's website: https://omnitecheng.com/disclosure-under-regulation-46-of-sebi-lodr/ the same is updated from time to time.
Presentations to Institutional Analyst/ Investors	Detailed presentations are made to Institutional Investors/Analysts on the unaudited quarterly financial results as well as the audited financial results of the company.
Filing with Stock Exchanges	Information to Stock Exchanges is being filed online on NEAPS Portal for The National Stock Exchange of India Limited and BSE Listing Centre for BSE Limited.

VIII. GENERAL SHAREHOLDER INFORMATION:

1. Annual General Meeting:

Day: Monday
Date: September 28, 2026
Time: 4.00 P.M. (IST)
Venue: The meeting will be held through Video Conferencing or Other Audio-Visual means (OAVM)

2. Financial Year:

April 1, 2025 to March 31, 2026.

3. Dividend: The Company has not declared any Dividend for the Financial Year 2025-26**.**

4. Listing on Stock Exchanges: Equity shares of Omnitech Engineering Limited are listed on BSE Limited, Mumbai and National Stock Exchange of India Limited, Mumbai., w.e.f. March 5, 2026.

All Annual Listing Fees due during the financial year have been paid.

5. Stock Code:

BSE Scrip Code	: 544720
NSE Trading Symbol	: OMNI
Equity ISIN	: INE0UH301010

6. Market Price Data:

The equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited with effect from March 5, 2026. Accordingly, market price data is available only for the period from March 5, 2026 to March 31, 2026. The monthly high and low prices of the equity shares on BSE and NSE during the Financial Year 2025-26 are given below:

Month	BSE Limited (BSE)		National Stock Exchange of India Limited (NSE)	
	High (₹)	Low (₹)	High (₹)	Low (₹)
March-2026	256.85	176.20	256.50	176.25

7. Registrar and Share transfer:

MUFG Intime India Private Limited
(Formerly known as Link Intime India Private Limited)
C-101. Embassy 247, L.B.S Marg
Vikhroli (West), Mumbai – 400083, Maharashtra
Tele.: +91 810 811 6767
Investor grievance e-mail: investor.helpdesk@in.mpms.mufg.com
Website: https://in.mpms.mufg.com/
SEBI Registration Number: INR000004058

8. Share Transfer System

As mandated by SEBI, securities of listed companies can only be transferred in dematerialised form. The shares can be transferred by shareholders only through their Depository Participant.

9. Shareholding as on March 31, 2026:

a) Category of equity shareholding as on March 31, 2026:

Category	Number of Equity Shares Held	% of Holding
Promoters & Promoter Group	9,17,51,176	74.19%
Mutual Funds	1,35,77,597	10.98%
Alternate Investment Funds	6,63,063	0.54%
Insurance Companies	34,808	0.03%
NBFCs registered with RBI	1,82,376	0.15%
Foreign Portfolio Investors – Category I	54,28,890	4.39%
Key Managerial Personnel	769	0.00%
Resident Individuals holding nominal share capital up to ₹2 lakhs	55,68,251	4.50%
Resident Individuals holding nominal share capital in excess of ₹2 lakhs	58,04,402	4.69%
Non-Resident Indians (NRIs)	50,904	0.04%
Bodies Corporate	2,72,514	0.22%
Any Other–Public	3,31,270	0.27%
Total	**12,36,66,020**	**100.00%**

10. Stock Performance:

The Chart plots the movement of Omnitech Engineering Limited equity shares adjusted closing prices compared to BSE Sensex and Nifty50.

Month	Omnitech BSE Price (₹)			BSE Sensex		
	High	Low	Month Close	High	Low	Month Close
March-26	256.85	176.20	245.60	80,303.83	71,774.13	71,947.55

Month	Omnitech NSE Price (₹)			Nifty		
	High	Low	Month Close	High	Low	Month Close
March-26	256.50	176.25	245.23	24,854.20	22,283.85	22,331.40

*Note: Since the equity shares of Omnitech Engineering Limited were listed on BSE Limited and National Stock Exchange of India Limited with effect from March 5, 2026, the Company's share-price data represents the period from March 5, 2026 to March 30, 2026, being the last trading day of March 2026. The benchmark figures are shown for the corresponding period.

11. Suspension of Securities from Trading: Not Applicable

12. List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all the debt instruments or any Fixed Deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

During the Financial Year 2025-26, the Company does not have any debt instruments or any Fixed Deposit Programme or any scheme or proposal of the Company involving mobilisation of funds in India or in abroad.

During the Financial year 2025-26, following were updation in Ratings:

Facilities	Upgraded Rating
Long term Bank Facilities	IVR A/Stable
Short Term Bank Facilities	IVR A1

The credit rating of the company can be accessed at https://omnitecheng.com/credit-rating-year-/

13. Commodity price risk or foreign exchange risk and hedging activities:

The Company is exposed to commodity price risk arising from fluctuations in the prices of steel, alloy steel, stainless steel and other specialised metals used as raw materials. The Company mitigates such risk through appropriate procurement practices and price variation clauses in customer contracts. The Company is also exposed to foreign exchange risk on account of its export and import transactions and manages such exposure through natural hedging, PCFC facilities and, as considered appropriate based on market conditions, forward contracts and foreign exchange hedging provisions in customer contracts.

14. Outstanding GDR/ADR or warrants or any convertible instruments, conversion date and likely impact on equity:

Not Applicable

15. Plant Locations:

Your Company has three manufacturing plants in Rajkot, Gujarat

Unit 1:

Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawadd Rd, Metoda, Rajkot-360021 Gujarat, India

Unit 2:

Plot No. 9, 10, 11, 12 of New Survey No. 35, 36, 37, 38, 39 Village : Chhapara, Lodhika, Rajkot–360021, Gujarat, India

Unit 3 :

Plot No. 1, 02 to 10 of R.S. No. 67/P, Padavala, Kotda Sangani, Rajkot–360030, Gujarat, India

16. Address for Correspondence:

Shareholders may correspond with the Registrar and Share Transfer Agent at:
MUFG Intime India Private Limited
(Formerly known as Link Intime India Private Limited)
Address: C-101. Embassy 247, L.B.S Marg
Vikhroli (West), Mumbai – 400083, Maharashtra
Tele.: +91 810 811 6767
Investor grievance e-mail: investor.helpdesk@in.mpms.mufg.com
Website: https://in.mpms.mufg.com/
SEBI Registration Number: INR000004058

For all investor related matters, the Company Secretary & Compliance Officer can also be contacted at:

Omnitech Engineering Limited	: Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawadd Rd, Metoda, Rajkot-360021 Gujarat, India
Contact Person	: Ms. Bhoomi Manharbhai Vadhavana
Designation	: Company Secretary & Compliance Officer
E-mail	: compliance@omnitecheng.com

Your company can also be visited at www.omnitecheng.com

17. Dematerialization of Shares and Liquidity:

As on March 31, 2026, all the equity shares of the company are in demat form.

IX. NON COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT, WITH REASONS THEREOF:

All the requirements of Corporate Governance Report of sub paragraphs (2) to (10) Para C of Schedule V of Listing Regulations have been duly complied with.

X. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED:

The Company has complied with applicable discretionary requirements as specified in Part E of Schedule II of the Listing Regulations.

1. **The Board:** The Company has Executive Chairman and the office with required facilities is provided and maintained at the Company's expenses or use of the Chairman.
2. **Shareholders Rights:** Half yearly financial results are forwarded to the Stock Exchanges and uploaded on the website of the Company like quarterly results.
3. **Audit Qualification:** The Company is in the regime of unqualified/unmodified financial statement
4. **Reporting to Internal Auditors:** The Internal Auditors of the Company report to the Audit Committee periodically to ensure independence of the internal audit function.

ANNEXURE I

FORM AOC-2

Form AOC-2 of Directors' Report of Omnitech Engineering Limited

(Formerly known as Omnitech Engineering Private Limited)

(Pursuant to Section 134 (3) (h) of the Act read with 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 Section 188 (1) of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

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

Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/arrangements/ transaction	Salient Features & value	Date of approval by the Board	Amount paid as advances, if any
0	0	0	0	0	0	0

2. Details of material contracts or arrangements or transactions at Arm's length basis:

Name (s) of the related party	nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient Features & value	Date of approval by the Board	Amount paid as advances, if any
Omnitech Group, Inc.	Wholly Owned Subsidiary of the Company	Sale of finished Goods	Ongoing	Total value ₹ 541.53 million	April 9, 2025	Nil
Omnitech Group, Inc.	Wholly Owned Subsidiary of the Company	Business Development Expense	Ongoing	Total value ₹ 119.65 million	April 9, 2025	Nil

All contracts were entered into in the ordinary course of business and on arm's length basis.

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

ANNEXURE III

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,
Omnitech Engineering Limited
[CIN: L26100GJ2021PLC124801]
Plot No. 2500, Kranti Gate Main Road,
GIDC Lodhika, Ind Estate, Kalawad Road, Metoda,
Rajkot -360 021, Gujarat, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Omnitech Engineering Limited [CIN: L28910GJ2003PLC041991]** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on verification of **Omnitech Engineering Limited** books, papers, minute books, forms and returns filed and records maintained by the Company and also the information provided by the Company, its Officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the Company has during the audit period covering the financial year ended **31st March, 2026** (hereinafter called the **'Audit Period'**) complied with the statutory provisions listed hereunder and also that the Company has in general 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, minutes' books, forms and returns filed and 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 there under and Companies Amendments Act 2017.

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

III. The Depositories Act, 2018 and the Regulations and bye-laws framed there under;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and (External Commercial Borrowings)

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;**(Not applicable to the Company during the Audit Period)**

g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025; regarding the Companies Act and dealing with client**,** to the extent of securities issued & dematerialised**;**

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and;

i) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ; **(Not applicable to the Company during the Audit Period)**

We have also examined, in general, compliance with the applicable clauses of the following:

i. Secretarial Standards with respect to Meetings of Board of Directors and Committees (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1st July, 2015) and revised (SS-1) & (SS-2) were effective from 1st October, 2017 with amendments applicable from 1st April,2024.

ii. The Listing Agreement entered into by the Company with National Stock Exchange Limited and BSE Limited as per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above. It is further clarified that the Company had its Initial Public Offer (IPO) which was opened for subscription from 25th February, 2026 to 27th February, 2026 and was opened for Anchor Investor on 24th February, 2026. Further, the Board of Directors of the Company, had vide its Resolution dated 2nd March, 2026 approved allotment and transfer of 2,56,82,818 Equity shares comprising of fresh issue of 1,84,14,096 Equity shares and offer for sale of 72,68,722 Equity shares held by Mr. Udaykumar Arunkumar Parekh ("Promoter") in connection with Initial Public Offer at an offer price of Rs. 227/- per Equity share. All equity shares are listed on BSE Limited & National Stock Exchange of India Ltd, w.e.f. 5th March, 2026.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. No such changes in the composition of the Board of Directors that took place during the period.

As informed to us by the Management of the Company an Adequate Notice was given to all Directors to schedule the Board Meetings in compliance, agenda and detailed notes on agenda were sent at least seven days in advance, and as informed by the Management, the consents for shorter notice for the Board Meeting were obtained from the Directors.. As informed by the Management that System exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors/Committees of the Company were carried unanimously. We were informed that there were no dissenting views of the members on any of the members on any of the matters during the year that were required to be captured and recorded as part of the minutes.

We further report that, the Company has identified the following laws as specifically applicable to the Company:

(i) The Factories Act., 1948 Rules: *(except that as regards to Factory situated at Plot No./S.R. No. 67/P, Plot No. 2 to 10 Padavala, Kotda Sangani, renewal of Factory License is under process)*

(ii) Water (Prevention & Control of Pollution Act, 1974, Air Act- 1981, Environment (Protection) Act., 1986.

(iii) The Trade Marks Act, 1999

(iv) Gujarat Professional Tax Act., 1976

(v) The Gujarat Gram Panchayat Act, 1993 (Building usage permit)

vi) Gujarat Lifts and Escalators Act, 2008

vii) Employees' Provident funds and Miscellaneous Provisions Act., 1952 (EPF Act)

viii) The Bureau of Indian Standards Act, 2016;

ix) The Trade Marks Act, 1999 (Having Registered Trademark in different class)

Company is registered under Legal Entity Identifier India Limited (LEIL) accredited by GLEIF as the Local Operating Unit (LOU), Registered under MSMED Act, 2006, Registered under EEPC India (Engineering Export Promotion Council India (EEPC) Act., 2005 and IEC Code and Various ISO Certification for Quality Management, Environment Management.

We further report that based on the review of compliance mechanism established by and the information provided by the company, its officers and authorized representatives during the conduct of the audit and compliance certificate (s) placed before the board meeting, there are adequate systems and processes in the company to commensurate with the size and its operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines (and rules and notification issued thereunder).

WE further report that during the Audit period of the Company :

I. Pursuant to the provisions of Section 13 of the Companies Act, 2013 ("The Act") and the other applicable provisions of the Act and Rules made thereunder, the Company has amended by addition of some new businesses at Clause III [A] (1) i.e. Main Object clause of the Memorandum of Association of the Company by Special Resolution in the Annual General Meeting of Members held 30th September, 2025.

II. During the audit period, there were no instances of :

(i) Rights /debentures / sweat equity.

(ii) Redemption / buy-back of securities.

(iii) Merger/ amalgamation/reconstruction etc.

(v) Foreign technical collaborations.

We further report that :

The Compliance by the Company of the applicable financial laws like Direct and Indirect tax Laws, Cost Records and Cost Audit Report, Professional Tax, Provident Fund, GST and Safety measures Fire and Safety Adequacy Audit, Pollution Control Facilities and Quality Audit has not been reviewed in this Audit Since the same have been subject to the review by the Statutory Auditors and other designated professionals.

For, **MJP Associates**
Practising Company Secretaries
Firm Reg No: P2001GJ007900

(CS Purvi Dave)
Partner
ACS No. 27373 CP 10462
PR : 1780/2022
UDIN: A027373H000392254

Place: Rajkot
Date : 5TH August, 2026

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

ANNEXURE A

To,
The Members,
Omnitech Engineering Limited
[CIN: L26100GJ2021PLC124801]
Plot No. 2500, Kranti Gate Main Road,
GIDC Lodhika, Ind Estate, Kalawadd Rd, Metoda,
Rajkot -360 021, Gujarat, India

Our Secretarial Audit Report of even date for the Financial Year ended on 31st March, 2026 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. 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 the financial records and Books of Accounts of the Company.
4. Where ever 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 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.

For, **MJP Associates**
Practising Company Secretaries
Firm Reg No: P2001GJ007900

(CS Purvi Dave)
Partner
ACS No. 27373 CP 10462
PR : 1780/2022
UDIN: A027373H000392254

Place: Rajkot
Date : 5TH August, 2026

ANNEXURE IV

Annual Report on Corporate Social Responsibility (CSR) Activities for FY 2025-26

[Pursuant to Section 135 of the Companies Act, 2013 read with Rule 8(1) of the Companies (Corporate Social Responsibility) Rules, 2014]

1 **A brief outline of the Company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

Refer CSR's Section in Board's Report

2 **The Composition of the CSR Committee**

Sr. No.	Name of Director/Member of Committee	Designation /Nature of Membership	Number of Meetings of CSR Committee during the year	Number of Meetings of CSR Committees attended
1.	Mr. Udaykumar Arunkumar Parekh	Chairman & Managing Director	3	3
2.	Mr. Paras Mukundrai Parekh	Whole-time Director & CFO	3	3
3.	Mr. Mahendra Tribhuvan Panchasara	Independent Director	3	3

NOTE 1.1 : Mrs. Indumati Arunbhai Parekh (DIN: 09281779) ceased to be a Non-Executive Director of the Company with effect from May 3, 2025 and, accordingly, ceased to be a Member of the CSR Committee from the same date. Further, no meeting of the CSR Committee was held during the period from April 1, 2025 to May 3, 2025.

NOTE 1.2 : Ms. Bhoomi Manharbhai Vadhavana (Membership No. ACS-54468), Company Secretary & Compliance Officer of the Company, acts as the Secretary to the CSR Committee

3 **The web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the company**

https://omnitecheng.com/investor/corporate-governance/

4 **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.**

NOT APPLICABLE

Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount set-off in the financial year, if any (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1	FY-1 (31/03/2025)	0	59,581	59,581
2	FY-2 (31/03/2024)	56,839.00	0.00	56,839.00
3	FY-3 (31/03/2023)	8,341.80	5600.49	2,741.31
	Total	**65,180.8**	**65,181.49**	**1,19,161.31**

5	(a)	Average net profit of the company as per section 135(5)	₹ 47,90,36,690.04/-
	(b)	Two percent of average net profit of the company as per section 135(5)	₹ 95,80,733.80/-
	(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	₹ -59,580.54/-
	(d)	Amount required to be set off for the financial year, if any	₹ -3,99,846.74/-
	(e)	Total CSR obligation for the financial year ((b)+(c)- d))	₹ 99,21,000.00/-

6 (a) CSR amount spent or unspent for the financial year (both Ongoing Project and other than Ongoing Project) :

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	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
₹ 99,21,000/-	0	0	0	0	0

Details of CSR amount spent against ongoing projects for the financial year

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount spent in the current financial year	Amount transferred to Unspent CSR Account for the project as per section 135(6) (in ₹)	Mode of Implementation–Direct (Yes/ No)	Mode of Implementation–Through Implementing Age	
				State	District					Name	CSR Registration Number
0	0	0	0	0	0	0	0	0	0	0	0

Details of CSR amount spent against other than ongoing projects for the financial year

S. No	Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation–Direct (Yes/ No)	Mode of Implementation–Through Implementing Age	
				State	District			Name	CSR Registration Number
1.	Mangal Charitable Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	3,00,000	Yes	Mangal Charitable Trust	CSR00009903
2.	Shri Kathiawar Nirashrit Balashram	Child welfare, education, and rehabilitation	Yes	Gujarat	Rajkot	18,000	Yes	Shri Kathiawar Nirashrit Balashram	CSR00023834
3.	Mangal Charitable Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	2,00,000	Yes	Mangal Charitable Trust	CSR00009903
4.	Mangal Charitable Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	2,00,000	Yes	Mangal Charitable Trust	CSR00009903
5.	Shri Badrinath Education & Charitable Trust	Improvement in education which includes special education and employment strengthening vocation skills among children, women, elderly and the differently-abled and livelihood enhancement projects.	Yes	Gujarat	Rajkot	6,00,000	Yes	Shri Badrinath Education & Charitable Trust	CSR00035027
6.	Mangal Charitable Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	10,00,000	Yes	Mangal Charitable Trust	CSR00009903
7.	Shri Manav Seva Sarvajanik Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	6,00,000	Yes	Shri Manav Seva Sarvajanik Trust	CSR00048973

S. No	Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation–Direct (Yes/ No)	Mode of Implementation–Through Implementing Age	
				State	District			Name	CSR Registration Number
8.	Neo Rajkot Foundation	Promotional Activities of education and employment	Yes	Gujarat	Rajkot	11,00,000	Yes	Neo Rajkot Foundation	CSR00005259
9.	Shri Manav Seva Sarvajanik Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	45,000	Yes	Shri Manav Seva Sarvajanik Trust	CSR00048973
10.	Ehsaas Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	6,00,000	Yes	Ehsass Trust	CSR00044261
11.	Shri Manav Seva Sarvajanik Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	34,58,000	Yes	Shri Manav Seva Sarvajanik Trust	CSR00048973
12.	Mangal Charitable Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	5,00,000	Yes	Mangal Charitable Trust	CSR00009903
13.	Shri Kathiawar Nirashrit Balashram	Child welfare, education, and rehabilitation	Yes	Gujarat	Rajkot	5,00,000	Yes	Shri Kathiawar Nirashrit Balashram	CSR00023834
14.	Sneha Foundation	Education, holistic development of underprivileged children save children from labour, health services	Yes	Gujarat	Bhavnagar	2,00,000	Yes	Sneha Foundation	CSR00005363
15.	Ehsaas Trust	Eradicating hunger, poverty and malnutrition	Yes	Gujarat	Rajkot	6,00,000	Yes	Ehsaas Trust	CSR00044261
Total Amount						**99,21,000/-**			

6(b)	Amount spent in Administrative overheads	No
6(c)	Amount spent on Impact Assessment, if applicable	No
6(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	₹ 99,21,000.00/-
6(e)	CSR Amount Spent or unspent for the Financial year:	₹ 99,21,000.00/-
6(f)	Excess amount for Set-off if any:	₹ (3,40,266.20/-)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 95,80,733.80.00/-
(ii)	Total amount spent for the Financial Year	₹ 99,21,000.00/-
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	₹ (3,40,266.20/-)
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	₹ (59,580.54/-)
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹ (3,99,846.74/-)

7 (a) Details of Unspent CSR amount for the preceding three financial years:

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of Fund	Amt (₹)	Date of transfer	
0	0	0	0	0	0	0	0

7 (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project– Completed / Ongoing
1	0	0	0	0	0	0	0	0

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a)	Date of creation or acquisition of the capital asset(s).	Not Applicable
(b)	Amount of CSR spent for creation or acquisition of capital asset.	Not Applicable
(c)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Not Applicable
(d)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	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). – NA

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

ANNEXURE V

FORM AOC-1

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

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

1. Name of the Company: Omnitech Engineering Limited

Part A: Subsidiaries

Number of Subsidiaries: 2

(Amount in USD Million)

CIN/ any other registration number of subsidiary company	File No.: 6892072 registered at state of Delaware, Secretary of State, United State of America	
Name of Subsidiary	Omnitech Group, Inc. (Wholly-owned subsidiary Company)	
The date since when subsidiary was acquired	June 24, 2022	
Provisions pursuant to which the company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii))	Section 2(87)(ii)	
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding Company	
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting currency	USD
	Exchange rate	₹ 94.6543
		(Amount in USD Million)
Share Capital	0.05	
Reserves and Surplus	0.10	
Total assets	0.23	
Total Liabilities	6.49	
Investments	0.00	
Turnover	7.42	
Profit before taxation	0.08	
Provision for taxation	0.02	
Profit after taxation	0.02	
Proposed Dividend	0.00	
Extent of shareholding (in %)	100%	

(Amount in ₹ Million)

CIN/ any other registration number of subsidiary company	U62010GJ2024PTC156845
Name of Subsidiary	Novatro Techsolutions Private Limited
The date since when subsidiary was acquired	December 3, 2024
Provisions pursuant to which the company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii))	Section 2(87)(ii)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding Company
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	N.A.
Share Capital	1.00
Reserves and Surplus	(0.93)
Total assets	0.49
Total Liabilities	0.42
Investments	0.00
Turnover	0.00
Profit before taxation	(0.93)
Provision for taxation	0.00
Profit after taxation	(0.93)
Proposed Dividend	0.00
Extent of shareholding (in %)	76.00%

Notes:

1. Names of subsidiaries which are yet to commence operations: 0

   Names of subsidiaries which have been liquidated or sold during the year: 0

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: 0

1. Names of associates or joint ventures which are yet to commence operations : NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year : NIL

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

ANNEXURE VI

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AS AMENDED WHICH TO BE READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

a) **The ratio of the remuneration of each director to the median remuneration of the employees of the company and percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year:**

Name of Personnel	Ratio to the median remuneration	% increase in remuneration in the financial year	Number of permanent employees on the rolls of the company
Executive Directors & Chief Financial Officer			
Udaykumar Arunkumar Parekh DIN : 01635339 Chairman & Managing Director (Executive Director)	48.08 : 1	20.00%	2018
Paras Mukundrai Parekh DIN : 07761048 Whole-time Director & CFO (Executive Director & Chief Financial Officer)	26.92 : 1	246.39% *	
Company Secretary			
Bhoomi Manharbhai Vadhavana M. No. ACS-54468	4.46 : 1	33.65%	

*NOTE – 1: During FY 2024-25, being the previous financial year, Mr. Paras Mukundrai Parekh (DIN: 07761048) was appointed as the Director and also as the Whole-time Director with effect from September 2, 2024. Therefore, his salary for year 2024-25 has been calculated for the period 02-09-2024 to 31-03-2025. He was redesignated as Whole-time Director & Chief Financial Officer (CFO) with effect from February 6, 2025.

b) **% of increase in the median remuneration of employees in the financial year :**

16.53%

c) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average percentage increase in the salaries of employees other than managerial personnel during FY 2025-26 was approximately 10%. In comparison, the remuneration of the managerial personnel increased by 20.00% in the case of Mr. Udaykumar Arunkumar Parekh and 246.39% in the case of Mr. Paras Mukundrai Parekh. The increase in managerial remuneration was determined considering the prevailing industry and market practices, the scale and performance of the Company, the increased scope of responsibilities, leadership requirements and the respective roles and contributions of the managerial personnel. In particular, the increase in remuneration of Mr. Paras Mukundrai Parekh also reflects his enhanced responsibilities consequent to his appointment as Whole-time Director & Chief Financial Officer of the Company. The remuneration is considered reasonable and commensurate with the responsibilities entrusted to the managerial personnel and the overall growth and performance of the Company.

d) **The key parameters for any variable component of remuneration availed by the directors :**

No variable component of remuneration is payable to the Directors. The remuneration comprises fixed salary and applicable perquisites/benefits as approved by the Members/Board of Directors

e) **The Company Affirms That The Remuneration As Per The Remuneration Policy Of The Company:**

It is hereby informed that the remuneration paid during the FY 2025-26 is in accordance with the Remuneration Policy of the Company and the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

ANNEXURE VII

DECLARATION

(Regulation 34(3) read with Schedule V (Part D) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

I, Udaykumar Arunkumar Parekh (DIN: 01635339), Chairman & Managing Director of the Company, hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company for the Financial Year 2025-26.

By order of the Board of Directors
For, **Omnitech Engineering Limited**
(formerly known as Omnitech Engineering Private Limited)

Udaykumar Arunkumar Parekh
Chairman & Managing Director
(DIN: 01635339)

Date: September 1, 2026
Place: Rajkot, Gujarat

ANNEXURE VIII

CEO/CFO CERTIFICATE

(Regulation 17(8) read with Part B of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
OMNITECH ENGINEERING LIMITED
(formerly known as Omnitech Engineering Private Limited)
(CIN : L26100GJ2021PLC124801)
Address : Plot No. 2500, Kranti Gate Main Road,
GIDC Lodhika Industrial Estate,
Kalawadd Rd, Metoda,
Rajkot-360021 Gujarat, India

In Compliance with Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby certify that:

1. We have reviewed the Financial Statements and the Cash Flow statement of Omnitech Engineering Limited for the Financial Year ended 31st March, 2026 and to the best of my knowledge, we state that:
   a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
   a) There are no significant changes, in the internal control over financial reporting during the year.
   b) There are no significant changes in accounting policies made during the year and
   c) There are no instances of significant fraud of which we have become aware

Yours Sincerely,

Date: September 1, 2026
Place: Rajkot, Gujarat

Udaykumar Arunkumar Parekh
Chairman & Managing Director
DIN: 01635339

Paras Mukundrai Parekh
Whole-time Director & Chief Financial Officer
DIN : 07761048

ANNEXURE IX

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS OF OMNITECH ENGINEERING LIMITED FOR THE FINANCIAL YEAR ENDING MARCH 31, 2026

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
OMNITECH ENGINEERING LIMITED
(formerly known as Omnitech Engineering Private Limited)
(CIN : L26100GJ2021PLC124801)
Address : Plot No. 2500, Kranti Gate Main Road,
GIDC Lodhika Industrial Estate,
Kalawadd Rd, Metoda,
Rajkot-360021 Gujarat, India

1. We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Omnitech Engineering Limited having CIN: L26100GJ2021PLC124801 and having registered office at Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawadd Rd, Metoda, Rajkot-360021 Gujarat, India, produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. In our opinion and to the best of our knowledge and based on the following:

   a) Documents available on the website of Ministry of Corporate Affairs;

   b) Verification of Document Identification Number (DIN) status of the website of Ministry of Corporate Affairs;

   c) Disclosures provided by the Directors enlisted in below table to the company and we hereby certify that none of the Directors on the Board of Directors of the company as 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, the Ministry of Corporate Affairs or any such statutory Authority.

S. No.	Name of the Director	Director Identification Number	Date of Appointment in the Current Term
1.	Udaykumar Arunkumar Parekh	01635339	February 6, 2025
2.	Dharmi Arunbhai Parekh	06626100	May 3, 2025
3.	Paras Mukundrai Parekh	07761048	February 6, 2025
4.	Ketan Chandrakant Doshi	00452353	October 26, 2024
5.	Mahendra Tribhuvan Panchasara	02231295	October 26, 2024
6.	Punitbhai Mahendrabhai Sodha	10497558	February 6, 2025
7.	Vidhi Nishit Shah	10937272	February 6, 2025

3. Ensuring the eligibility for the appointment/continuity of every Director on the Board of Directors 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, **MJP Associates**
Practising Company Secretaries
Firm Reg No: P2001GJ007900

(CS Purvi Dave)
Partner
ACS 27373 CP 10462
PR : 1780/2022
UDIN: A027373H001158206

Place: Rajkot
Date : 19.08.2026

ANNEXURE X

CERTIFICATE ON CORPORATE GOVERNANCE OF OMNITECH ENGINEERING LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

(Pursuant to Regulation 34(3) and clause (E) of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
OMNITECH ENGINEERING LIMITED
(formerly known as Omnitech Engineering Private Limited)
(**CIN** : L26100GJ2021PLC124801)
Address : Plot No. 2500, Kranti Gate Main Road,
GIDC Lodhika Industrial Estate,
Kalawadd Rd, Metoda,
Rajkot-360021 Gujarat, India

1. We have examined the compliance of the conditions of Corporate Governance by Omnitech Engineering Limited, for the Financial Year March 31, 2026 as stipulated under Regulations 17 to 27 and clauses (b) to (i) and (t) of the sub-regulation 2 of Regulation 46 and Para C, D and E of the Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. The Compliance with the conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of the procedures and implementation thereof, as adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations, it is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us, and the declarations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended on March 31, 2026.
4. We further state that such compliance 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, **MJP Associates**
Practising Company Secretaries
Firm Reg No: P2001GJ007900

(CS Purvi Dave)
Partner
ACS 27373 CP 10462
PR : 1780/2022
UDIN: A027373H001158241

Place: Rajkot
Date : 19.08.2026

ANNEXURE XI

CORPORATE POLICIES

We seek to promote and follow the highest level of ethical standards in all our business transactions guided by our value system. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, mandates the formulation of certain policies for all listed companies.

Key policies that have been adopted and made available on websites of Company and on BSE Limited and National Stock Exchanges of India Limited are as follows:

SR. NO.	NAME OF THE POLICY	WEB LINK
1	Code of Conduct for Directors and Senior Management Personnel Policy	https://omnitecheng.com/investor/corporate-governance/
2	Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information	
3	Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons	
4	Corporate Social Responsibility Policy	
5	Dividend Distribution Policy	
6	Fair Disclosure UPSI Insider Trading	
7	Familiarization Program for Independent Directors	
8	Materiality Policy	
9	Nomination and Remuneration Policy	
10	Policy for Evaluation of the Performance of the Board of Directors	
11	Policy on Determination and Disclosure of Materiality of Events or Information	
12	Policy on Material Subsidiary	
13	Policy on Preservation and Archival of Documents	
14	Policy on Related Party Transaction	
15	Policy on Remuneration and Evaluation of Directors, KMP, SMP	
16	Policy on Succession Planning of Directors and Senior Management Personnel	
17	Policy on Web Archival of Information	
18	Policy to Promote Diversity on the Board of Directors	
19	Risk Management Policy	
20	Whistle Blower Policy	
21	Familiarisation Programme for Independent Directors	

INDEPENDENT AUDITOR'S REPORT

To the Members of Omnitech Engineering Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Omnitech Engineering Limited** ('the Company'), which comprises the standalone balance sheet as at March 31, 2026 and the standalone statement of profit and loss (including Other Comprehensive Income), standalone statement of cash flows for the year ended on that date, the standalone statement of changes in equity and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the 'standalone financial statements').

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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit and other comprehensive income, 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 Auditors' Responsibilities 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 financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our 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 for the financial year ended March 31, 2026. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key Audit Matter	Auditor's Response
Revenue Recognition The Company's revenue is derived primarily from sale of goods. The Company manufactures specialized forged and machined parts / products as per specifications provided by its customers. Revenue from sale of goods is recognized at a point in time when control of the asset is transferred to the customer	Our procedures included the following: We assessed the appropriateness of the Company's accounting policies for revenue recognition by comparing with applicable accounting standards. We evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue. We tested on a sample basis, key customer contracts to identify terms and conditions relating to transfer of control.

Key Audit Matter	Auditor's Response
The timing of revenue recognition is relevant to the reported performance of the Company. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being overstated or recognized before the control has been transferred.	On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents to assess whether revenue is recognized appropriately when control is transferred. We tested, on a sample basis specific revenue transaction recorded closer to the year end and after the financial year-end date to assess whether revenue is recognized in the correct period. We performed analytical procedures to identify any unusual variances & corroborate the reasons for the same.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon. The Company's annual report is 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 do 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 in the audit, or otherwise appears to be materially misstated

When we read the Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

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

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS and other accounting principles generally accepted in India , including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2026 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 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 A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, based on our audit we report that:

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

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;

   c. The standalone balance sheet, the standalone statement of profit and loss including other comprehensive income, the standalone cash flow statement and the 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 Indian Accounting Standards specified under Section 133 of the Act;

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

   f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and operating effectiveness of such controls, refer to our separate report in 'Annexure B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal controls with reference to financial statements;

   g. In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act.

   h. The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

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 as at March 31, 2026 on its financial position in its standalone financial statements – refer note 29 to the standalone financial statements;

   ii. The Company did not have any long-term contracts including derivatives 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 during the year ended March 31, 2026;

   iv. a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 persons or entities, including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('Ultimate Beneficiaries') or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

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

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

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

   vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except:

in respect of an operational software for maintenance of stock records, operated by third party software service provider, in the absence of an independent auditor's system and organization controls report covering the requirement of audit trail (at database level), we are unable to comment whether audit trail feature at the database level was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

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

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594UOTVNH5449

Place: Rajkot
Dated: May 25, 2026

Annexure – A to Independent Auditor's Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Omnitech Engineering Limited of even date]

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) In respect of the Company's property, plant and equipment, right-of-use assets 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 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 nature of its assets. Pursuant to the program, certain property, plant and equipment and right-of-use assets were due for verification during the year and were physically verified by the Management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties (other than immovable properties where the Company is lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the standalone financial statements included under property, plant and equipment are held in the name of the Company as at the balance sheet date.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder.

(ii) In respect of inventories;

(a) The inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such verification and confirmations.

(b) As disclosed in the standalone financial statements, the Company has been sanctioned a working capital limit in excess of ₹ 5 crores by banks and financial institutions based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and financial institutions and such statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit.

(iii) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not provided guarantee or given advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other party during the year. The Company has given loans during the year in respect of which:

(a) The Company has granted loan to subsidiary during the year as per details given below:

(₹ In million)

Particulars	Loans
Aggregate amount granted during the year: - Subsidiary	66.96
Balance outstanding as at balance sheet date: - Subsidiary	69.11

(b) The Company has not provided any guarantee or given any security or granted any advances in the nature of loans during the year. However, the Company has granted loan to 1 (one) subsidiary, amounting to ₹ 66.96 million (year-end balance ₹ 69.11 million) at an interest rate of 8.5% per annum. In our opinion, and according to the information and explanations given to us, such loans granted and investments made are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loan granted by the Company, the schedule of repayment of principal has not been stipulated as the same is repayable on demand. Further, interest is receivable on such loan as at reporting date.

(d) The schedule of repayment of principal and payment of interest in respect of loan granted has not been stipulated (as repayable on demand), hence, we are unable to comment as to whether there is any amount which is overdue for more than 90 days in respect of loan granted to other party.

(e) In respect of loan granted by the Company, the schedule of repayment of principal and interest has not been stipulated. Further, interest is receivable on such loan as at reporting period. According to the information and explanation given to us, such loans have not been demanded for repayment as on date.

(f) The Company has granted loans which are repayable on demand, as per details below:

(₹ in million)

Particulars	Related Parties
Aggregate of loans - Repayable on demand (A) - Agreement does not specify any terms or period of repayment (B)	 110.76 -
Total (A+B)	110.76
Percentage of loans given to the total loans	100.00%

(iv) According to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, in respect of loans given.

(v) In our opinion and according to the information and explanations given to us, 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 Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records and are of the opinion that, *prima facie*, the prescribed accounts and records have been made and maintained. However, we have 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) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services 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, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and records of the company examined by us, the following dues to income tax, duty of excise, service tax and GST as at March 31, 2026 which have not been deposited by the company on account of any disputes.

(₹ in Million)

Financial Period to which it relates	Act	Nature of Due	Forum where dispute is pending	Amount
2017-2018	Central Goods and Services Tax, 2017	Goods and Services Tax	State Tax Officer	0.31
2019-2020	Central Goods and Services Tax, 2017	Goods and Services Tax	GST Assistant Commissioner	1.73

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

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

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanations given to us, term loans raised during the year were applied for the purpose for which the loans were obtained. Refer Note 14 to the standalone financial statements.

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

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The company does not have any associate or joint venture as defined under the Companies Act, 2013.

(f) According to the information and explanations given to us and procedures performed by us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. The company does not have any associate or joint venture as defined under the Companies Act, 2013.

(x) (a) In our opinion and according to the information and explanation given to us, monies raised during the current financial year by the Company by way of initial public offer were applied for the purpose for which they were raised, though idle / surplus funds which are not required for immediate utilization have been invested in fixed deposits with scheduled commercial banks as well as maintained in monitoring account and public account, as disclosed in Note 7(c) and 7(e) to the standalone financials statements. The amount of unutilised idle/surplus funds invested with scheduled commercial banks as of March 31, 2026 is ₹ 2,825.50 million (₹ 2,749.69 million pertaining to objects as per prospectus and ₹ 75.81 million pertaining to share issue expenses).

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

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

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

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by related party disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act]

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is reasonably commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the report issued by the Internal Auditor of the Company till date for the period under audit. cording to the information and explanations given to us and based on our examination of the re

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, 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 accordingly, the requirement to report on on clause 3(xv) of the Order is 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. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India

Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations given to us by the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.

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

(xix) According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 35 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund specified in schedule VII of the Act or to a Special Account as per the provisions of Section 135 of the Act read with schedule VII to the Act, 2013. Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594UOTVNH5449

Place: Rajkot
Dated: May 25, 2026

Annexure – B to the Independent Auditor's Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Omnitech Engineering Limited of even date]

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

Opinion

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

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 March 31, 2026, based on the criteria for internal 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 the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

Managements and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to 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 financial statements were 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 financial statements

Meaning of Internal Financial Controls over Financial Reporting

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 over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls With reference to Standalone financial statements

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

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594UOTVNH5449

Place: Rajkot
Dated: May 25, 2026

STANDALONE BALANCE SHEET

as at 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	2,855.64	2,031.68
Capital work-in-progress	4	169.26	256.12
Right to use assets	5	424.06	322.65
Intangible assets	6	9.46	9.75
Intangible assets under development	6	4.10	9.38
Financial assets			
i) Investments	7(A)	4.81	4.81
ii) Other financial assets	7(C)	96.21	78.51
Deferred tax assets (Net)	8(C)	58.46	20.78
Other non-current assets	9	142.11	50.25
Total non-current assets		**3,764.11**	**2,783.93**
Current assets			
Inventories	10	3,044.55	1,711.28
Financial assets			
i) Investments	7(A)	17.75	24.39
ii) Loans	7(B)	110.76	37.69
iii) Trade receivables	7(D)	2,408.74	1,428.49
iv) Cash and cash equivalents	7(E)	1,619.19	45.15
v) Other financial assets	7(C)	1,315.58	4.78
Other current assets	11	425.46	277.01
Total current assets		**8,942.03**	**3,528.79**
Total assets		**12,706.14**	**6,312.72**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12	618.33	526.25
Other equity	13	6,227.30	1,548.50
Total equity		**6,845.63**	**2,074.75**
Non-current liabilities			
Financial liabilities			
i) Borrowings	14(A)	966.35	1,292.50
ii) Lease liabilities	5(D)	221.89	163.15
Provisions	15	36.12	24.67
Total non-current liabilities		**1,224.36**	**1,480.32**
Current liabilities			
Financial liabilities			
i) Borrowings	14(A)	3,011.74	2,013.77
ii) Lease liabilities	5(D)	109.70	84.01
iii) Trade payables			
(a) Total outstanding dues of micro and small enterprises	14(B)	612.90	197.70
(b) Total outstanding dues of creditors other than micro and small enterprises	14(B)	665.08	213.41
iv) Other financial liabilities	14(C)	76.56	56.38
Provisions	15	27.80	8.39
Other current liabilities	16	44.44	73.86
Current tax liabilities (Net)	17	87.93	110.13
Total current liabilities		**4,636.15**	**2,757.65**
Total equity and liabilities		**12,706.14**	**6,312.72**
Material accounting poicies	3		

The accompanying notes referred to above formed an integral part of the standalone financial statements

As per our examination report of even date

For **Dhirubhai Shah & Co LLP**

ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

Place : Rajkot
Date : May 25, 2026

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I	**Income**			
	Revenue from operations	18	5,116.82	3,448.16
	Other income	19	249.65	70.41
	Total income (I)		**5,366.47**	**3,518.57**
II	**Expenses**			
	Cost of materials consumed	20	1,947.11	1,248.84
	Changes in inventories of finished goods and work-in-progress	21	(712.64)	(415.36)
	Employee benefits expenses	22	802.05	527.54
	Finance costs	23	390.58	292.32
	Depreciation and amortization expenses	24	460.33	365.83
	Other expenses	25	1,421.86	940.90
	Total expenses (II)		**4,309.29**	**2,960.07**
III	**Profit before tax and exceptional items (I-II)**		1,057.18	558.50
IV	**Exceptional Items (Net)**	28	1.00	-
V	**Profit before tax and after exceptional items (III-IV)**		**1,056.18**	**-**
VI	**Tax expenses**			
	Current tax	8(A)	306.78	133.66
	Deferred tax charge/(credit)	8(A)	(38.49)	(11.84)
	Adjustment of tax related to earlier years	8(A)	15.92	0.77
	Total tax expense (VI)		**284.21**	**122.59**
VII	**Profit for the year (V-VI)**		**771.97**	**435.91**
VIII	**Other comprehensive income/(loss)**			
	Items that will not be reclassified to profit or loss			
	Re-measurement gains/(losses) on defined benefit plans	26	3.17	(1.33)
	Tax relating to items that will not be reclassified to profit and loss	26	(0.80)	0.34
			2.37	**(0.99)**
VIII	**Other comprehensive income/(loss) for the year (VIII)**		**2.37**	**(0.99)**
IX	**Total comprehensive income for the year (VII+VIII)**		**774.34**	**434.92**
X	**Earnings per equity share**			
	(Face value of ₹ 5 per share)			
	Basic	27	7.24	4.23
	Diluted	27	7.24	4.23
	Material accounting poicies	3		

The accompanying notes referred to above formed an integral part of the standalone financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

STANDALONE STATEMENT OF CASH FLOWS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A.	Operating activities		
	Profit before tax	**1,056.18**	**558.50**
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization expenses	460.33	365.83
	Fair value gain on financial instruments at fair value through profit or loss	(4.13)	(2.81)
	Interest income	(19.41)	(5.15)
	Unrealized (gain) on foreign exchange (net) pertaining to loan given foreign subsidiary	(3.99)	(0.98)
	Interest component of lease liabilities	22.13	13.39
	Finance costs (excluding interest component of lease liabilities)	368.45	278.93
	Profit on sale of investments	(1.19)	-
	Re-measurement gains/(losses) on defined benefit plans	3.17	(1.33)
	Operating profit before working capital changes	**1,881.54**	**1,206.38**
	Working capital adjustments :		
	(Increase) in trade receivables	(980.25)	(896.78)
	(Increase) in inventories	(1,333.27)	(856.08)
	(Increase) in current financial assets	(2.18)	(0.23)
	(Increase) in non current financial assets	(26.15)	(41.34)
	(Increase) / decrease in other assets	(148.45)	(173.18)
	Increase / (decrease) in trade payables	866.87	61.65
	Increase in provisions	30.86	10.92
	Increase in financial liabilities	20.18	20.29
	Increase/(decrease) in other liabilities	(28.61)	64.34
	Cash (used in) / generated from operations	**280.54**	**(604.03)**
	Income tax paid	(345.71)	(110.21)
	Net cash flows (used in) / generated from operating activities (A)	**(65.17)**	**(714.24)**
B.	Investing activities :		
	Purchase of property, plant and equipment, capital work in progress and intangible assets including capital advances	(1,195.42)	(747.29)
	Proceeds from sale of investmets	8.12	-
	Loans given to related party	(69.11)	-
	Loan recovered from related party	0.03	-
	Investment in subsidiary company	-	(0.76)
	Investments in bank deposits	(1,304.77)	-
	Interest received	19.41	5.15
	Net cash flows (used in) investing activities (B)	**(2,541.74)**	**(742.90)**
C.	Financing activities :		
	Proceeds from issue of equity shares	4,180.00	818.38
	Share issue expenses	(183.46)	-
	Proceeds from borrowings	1,427.73	3,050.44
	Repayment of borrowings	(755.88)	(2,049.01)

STANDALONE STATEMENT OF CASH FLOWS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Finance costs (excluding interest component of lease liabilities)	(368.45)	(278.93)
Repayment of principal portion of lease liabilites	(118.99)	(55.85)
Net cash flows from financing activities (C)	**4,180.95**	**1,485.03**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**1,574.04**	**27.89**
Cash and cash equivalents at the beginning of the year	45.15	17.26
Cash and cash equivalents as at year end	**1,619.19**	**45.15**

Cash and cash equivalents comprise:

	As at March 31, 2026	As at March 31, 2025
Cash on hand	3.62	0.69
Balance with banks	1,615.57	44.46
	1,619.19	**45.15**

(1) The above Standalone statement of cash flows has been prepared under the 'Indirect method' as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows

(2) Changes in liabilities arising from financing activities :

Particulars	As at April 01, 2024	Cash Flows (Net)	Non-cash Changes		As at March 31, 2025
			Net Addition	Other Adjustments	
Lease liabilities (Non-Current and Current liabilities) (Refer note 5)	239.40	(55.85)	13.39	50.22	247.16
Borrowings (Refer note 14 (A))	2,304.79	1,001.43	-	-	3,306.22
	2,544.19	945.58	13.39	50.22	3,553.38

Particulars	As at April 01, 2025	Cash Flows (Net)	Non-cash Changes		As at March 31, 2026
			Net Addition	Other Adjustments	
Lease liabilities (Non-Current and Current liabilities) (Refer note 5)	247.16	(118.99)	22.13	181.29	331.59
Borrowings (Refer note 14 (A))	3,306.22	671.85	-	-	3,978.07
	3,553.38	552.86	22.13	181.29	4,309.66

Material accounting poicies 3

The accompanying notes referred to above formed an integral part of the standalone financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

Place : Rajkot
Date : May 25, 2026

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

A) Equity share capital

Particulars	No. of shares (in millions)	₹ millions
For the year ended March 31, 2025		
Equity shares of ₹ 5 each issued, subscribed and fully paid		
As at April 01, 2024	100.00	500.00
Changes in the equity share capital during the year [refer Note - 12(c)]	5.25	26.25
As at March 31, 2025	**105.25**	**526.25**
For the year ended March 31, 2026		
Equity shares of ₹ 5 each issued, subscribed and fully paid		
As at April 01, 2025	105.25	526.25
Changes in the equity share capital during the year [refer Note - 12(c)]	18.42	92.08
As at March 31, 2026	**123.67**	**618.33**

B) Other equity

Particulars	Reserves and surplus		Total
	Retained earnings	Securities premium	
As at April 01, 2024	**321.45**	**-**	**321.45**
Add: Profit for the year	435.91	-	435.91
Other comprehensive income/ (loss) for the year (net of taxes)	(0.99)	-	(0.99)
Issue of equity shares	-	792.13	792.13
As at March 31, 2025	**756.37**	**792.13**	**1,548.50**
As at April 01, 2025	**756.37**	**792.13**	**1,548.50**
Add: Profit for the year	771.97	-	771.97
Other comprehensive income/ (loss) for the year (net of taxes)	2.37	-	2.37
Issue of equity shares	-	4,087.92	4,087.92
Share issue expenses	-	(183.46)	(183.46)
As at March 31, 2026	**1,530.71**	**4,696.59**	**6,227.30**

Material accounting poicies 3

The accompanying notes referred to above formed an integral part of the standalone financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468
Place : Rajkot
Date : May 25, 2026

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

1. General information

Omnitech Engineering Limited (formerly known as Omnitech Engineering Private Limited) ('the Company') is a public company domiciled in India. The Company is a manufacturer of turned and machined parts, focusing on precision engineering for various industries. The Company was originally constituted as a partnership firm and was subsequently converted into a private limited company with effect from August 9, 2021.

The company has its registered place of business at Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawadd Rd, Metoda, Rajkot – 360021.

2. Basis of Preparation and summary of Material accounting policies

2.1 Statement of Compliance

The standalone financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) (Companies (Indian Accounting Standards) Rules, 2015) and other relevant provisions of the Act.

2.2 Basis of preparation and presentation

These standalone financial statements have been prepared under the historical cost convention on an accrual and going concern basis except for certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle of 12 months. The Statement of cash flows has been prepared under indirect method.

These standalone financial statements were approved by board of directors and authorised for issue on May 25, 2026.

2.3 Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the functional currency. All the amounts have been rounded off to the nearest INR Million, unless otherwise indicated.

2.4 Use of accounting estimates and judgements

The preparation of standalone financial statements is in conformity with the recognition and measurement principles of Ind AS which requires management to make critical judgements, estimates and assumptions that affect the reporting of assets, liabilities, income and expenditure. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis and any revisions to the estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amount of assets and liabilities within the next financial year, is in respect of:

- Useful lives of property, plant and equipment
- Impairment of intangible asset
- Provisions & contingent liabilities
- Valuation of inventories
- Employee benefits
- Impairment of financial assets

2.5 Basis of measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if the market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

A. Level 1–quoted (unadjusted) market prices in active markets for identical assets or liabilities.

B. 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).

C. Level 3–inputs for the asset or liability that are not based on observable market data (unobservable inputs).

3. Material accounting policies

3.1 Property, plant and equipment ('PPE')

a) Recognition and measurement

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and any accumulated impairment losses. The cost of fixed assets comprises of its purchase price, non-refundable taxes & levies, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to financing of acquisition or construction of the qualifying fixed assets is capitalized to respective assets when the time taken to put the assets to use is substantial.

When major items of property, plant and equipment like tooling or a separate identifiable machinery spare part, have different useful lives, they are accounted for as separate items to respective asset block. The cost of replacement of any property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit associated with the item will flow to the Company and its cost can be measured reliably.

Pre-operative expenditure comprising of revenue expenses incurred in connection with project implementation during the period up to commencement of commercial production are treated as part of the project costs and are capitalized. Such expenses are capitalized only if the project to which they relate, involve substantial expansion of capacity or upgradation.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from its use. Difference between the sales proceeds and the carrying amount of the asset is recognized in Statement of Profit and Loss.

b) Depreciation

Depreciation on property, plant and equipment is provided using written down value method based on useful life of the assets estimated by the management, which are in line with the useful lives as prescribed in Part C of Schedule II of the Act. The estimated useful lives, residual values and depreciation method are reviewed at each financial year-end and changes in estimates, if any are accounted for on a prospective basis.

The Company, based on technical assessment made by management, depreciates tooling assets over estimated useful life of 3 years which is different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the tooling assets are likely to be used. Accordingly, for these assets, the useful lives estimated by the Company are different from those prescribed in the Schedule II.

Furniture & fixtures	10 years
Office equipment	5 years
Plant & Machineries	15 years
Computers	3 years
Tooling	3 years
Factory Building	60 years
Motor Vehicles	10 years

c) Expenditure during construction period:

Capital work-in-progress (CWIP) includes cost of PPE under installation/ under construction, net of accumulated impairment loss, if any, as at the balance sheet date. Expenditure/ income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction.

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

Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital advances under "Other non-current Assets".

3.2 Intangible Assets

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

Intangible assets not ready for the intended use on the date of the balance sheet are disclosed as intangible assets under development.

In respect of intangible assets acquired / purchased during the year, amortization is provided on a pro-rata basis from the date on which such asset is ready to use.

Intangible assets are amortized using written down value method over the estimated useful life as prescribed in Part C of Schedule II of the Act is given below.

Trademark	10 years
Software	5 years

3.3 Financial Instruments

A. Financial Assets

i. Initial recognition and measurement:

Financial assets and financial liabilities are initially recognised when the Company

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

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

ii. Classification and Subsequent measurement:

For purposes of subsequent measurement, financial assets are classified in following categories:

a) at amortized cost; or

b) at fair value through other comprehensive income; or

c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- **Amortized Cost**

  Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

- **Fair value through other comprehensive income (FVOCI)**

  Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- **Fair value through profit or loss (FVTPL)**

  Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

  Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

  - the asset is held within a business model whose objective is to hold assets 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.

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

  Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in profit or loss.

  Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

iii. Derecognition of financial assets:

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset

When the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Company has retained substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the Company has neither transferred a financial asset nor retains asset is derecognized if the Company has not retained control over the financial asset. Where the Company has retained control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

iv. Impairment of financial assets:

At each balance sheet date, the Company assesses whether a financial asset is to be impaired. Ind AS 109 requires the Company to apply expected credit loss model for recognition and measurement of impairment loss. In determining the allowances for doubtful trade receivables, 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 is adjusted for forward looking information. The impairment loss is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

B. Financial Liabilities

i. Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and at amortized cost, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

ii. Subsequent measurement:

The measurement of financial liabilities depends on their classification, as described below. This is the category most relevant to the Company. After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

iii. Derecognition:

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

Offsetting of financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

Written – off:

The gross carrying amount of a financial asset is written off (either partially or in full) when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the writeoff. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

C. Derivative financial instruments

The Company enters into derivative financial instruments to manage its foreign exchange rate risk. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in the statement of profit and loss immediately.

3.4 Employee benefits

A. Short-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, including nonmonetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured on an undiscounted basis at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

B. Other long-term employee benefit obligations

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

C. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

D. Defined benefit plans

The Company operates an unfunded defined benefit gratuity plan in India. The Company's net obligation in respect of gratuity, which is defined benefit plan, is calculated using the projected unit credit method and the same is carried out by qualified actuary. The current service cost and interest on the net defined benefit liability / (asset) is recognized in the statement of profit and loss. Past service cost is immediately recognized in the statement of profit and loss. Actuarial gains and losses net of deferred taxes arising from experience adjustment and changes in actuarial assumptions are recognized in other comprehensive income in the period in which they arise.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

ii) Net interest expense or income

3.5 Revenue recognition

Sale of goods

Revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods. Contracts for the sale of goods provide customers with a customary right of return in case of defects, quality issues etc. The rights of return give rise to variable consideration.

Revenue from the sale of goods is recognized at the point in time when control is transferred to the customer, which is determined based on contracts with the customers.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and estimated returns as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

Sales return is variable consideration that is recognized and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience, projected market conditions and certain factual data in relation to actual returns received in terms of delivery of short quantities and rejection on account of quality issue.

Sale of Services

The Company renders job work services and tooling income that are provided separately. The Company recognizes revenue from sale of services at a point in time, when products are sent to the customer after completion.

Other operating revenue – export incentives

Export incentives are recognized as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Other income

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head 'Other Income' in the Statement of Profit and Loss.

Profit on sale/redemption of investments is recognized as and when the investments are sold or redeemed. Profit is determined as the difference between the sale/ redemption proceeds and the carrying amount of the investments. Such income is included under the head 'Other Income' in the Statement of Profit and Loss.

3.6 Income Taxes

A. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income.

Current income tax relating to items recognized outside profit and loss is recognized outside profit and loss (either in other comprehensive income or in equity).

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously. Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

B. Deferred taxes

Deferred income taxes reflect the impact of temporary differences between tax base of assets and liabilities and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except deferred tax liability arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses, except deferred tax assets arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized only to the extent that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority. Deferred tax relating to items recognized outside the statement of profit and loss is recognized in correlation to the underlying transaction either in OCI or directly in equity.

3.7 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short term leases. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right to use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short term leases

The Company applies the short-term lease recognition exemption to its properties (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense in profit and loss.

3.8 Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

3.9 Impairment of non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. 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 cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than it carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss to such extent. When an impairment loss subsequently reverses, the carrying amount of the asset (or a CGU) is increased to the revised estimate of its recoverable amount, such that the increase in the carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in statement of profit and loss.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

3.10 Provisions and Contingent Liabilities

a) **Provision**

Provisions are recognized when the company has a present obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions are discounted to their present values, where the time value of money is material.

Warranties

A provision for warranties is recognized when the underlying products are sold. The provision is based on technical evaluation, historical warranty data and a weighting of all possible outcomes by their associated probabilities. A liability is recognized at the time the product is sold. The Company does not provide any extended warranties to its customers.

b) **Contingent Liabilities:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

c) **Contingent Assets:**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by- the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize the contingent asset in its standalone financial statements since this may result in the recognition of income that may never be realized. Where an inflow of economic benefits is probable, the Company disclose a brief description of the nature of contingent assets at the end of the reporting period. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and the Company recognize such assets. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.11 Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks and which are unrestricted for withdrawal and usage

2.12 Foreign currency transactions

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

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

2.13 Inventories

Inventories are measured at the lower of cost and net realizable value. The cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials and stores and spares (valued at cost): cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress: cost includes cost of direct materials and labor and a proportion of manufacturing overheads absorbed based on the normal operating capacity, but excludes borrowing costs. Cost is determined on first in, first out (FIFO) basis.

Packing Materials and other products (valued at cost) are determined on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realizable

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

value of work-in-progress is determined with reference to the selling prices of related finished products.

2.14 Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Managing Director of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the Chief Operating Decision Maker (CODM). All operating segments' operating results are reviewed regularly by the CODM to make decisions about resources to be allocated and assess their performance.

2.15 Borrowing cost

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

2.16 Investment in subsidiaries

Investment in subsidiaries are measured at cost less impairment loss, if any.

2.17 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial information. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2.18 Recent accounting pronouncement

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. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or noncurrent 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 Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 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 financial statements.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

4 Property, plant and equipment

Particulars	Freehold land	Leasehold land	Building	Office Equipment	Computer	Furniture	Plant & Machinery	Electrical Installations & Equipment	Motor Vehicles	Total	Capital work in Progress
Gross carrying amount											
As at April 01, 2024	**18.36**	**-**	**754.78**	**12.09**	**25.08**	**137.10**	**1,083.64**	**90.48**	**31.98**	**2,153.51**	**-**
Additions	38.76	-	33.18	3.22	14.82	18.30	398.97	20.50	21.65	549.40	302.59
Disposal / transfer	-	-	-	-	-	-	-	-	-	-	(46.47)
As at March 31, 2025	**57.12**	**-**	**787.96**	**15.31**	**39.90**	**155.40**	**1,482.61**	**110.98**	**53.63**	**2,702.91**	**256.12**
Additions	-	351.67	25.10	7.22	19.75	6.48	775.20	27.73	19.81	1,232.96	552.93
Disposal / transfer	-	-	-	-	-	-	-	-	-	-	(639.79)
As at March 31, 2026	**57.12**	**351.67**	**813.06**	**22.53**	**59.65**	**161.88**	**2,257.81**	**138.71**	**73.44**	**3,935.87**	**169.26**
Accumulated depreciation											
As at April 01, 2024	**-**	**-**	**21.14**	**6.67**	**10.92**	**22.44**	**253.49**	**7.36**	**11.29**	**333.31**	**-**
Charge for the year	-	-	41.18	3.26	13.89	32.46	210.48	25.38	11.27	337.92	-
Disposal / transfer	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**-**	**-**	**62.32**	**9.93**	**24.81**	**54.90**	**463.97**	**32.74**	**22.56**	**671.23**	**-**
Charge for the year	-	-	39.76	4.06	14.89	26.95	284.69	24.60	14.05	409.00	-
Disposal / transfer	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	**-**	**-**	**102.08**	**13.99**	**39.70**	**81.85**	**748.66**	**57.34**	**36.61**	**1,080.23**	**-**
Net Block											
As at March 31, 2025	**57.12**	**-**	**725.64**	**5.38**	**15.09**	**100.50**	**1,018.64**	**78.24**	**31.07**	**2,031.68**	**256.12**
As at March 31, 2026	**57.12**	**351.67**	**710.98**	**8.54**	**19.95**	**80.03**	**1,509.15**	**81.37**	**36.83**	**2,855.64**	**169.26**

Notes:

i) Refer to note 14A for information on property plant and equipment pledged as security by the Company.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

ii) **Capital work in progress (CWIP) ageing schedule**

As at March 31, 2025	Amount in CWIP for a year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	256.12	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**256.12**	**-**	**-**	**-**

As at March 31, 2026	Amount in CWIP for a year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	169.26	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**169.26**	**-**	**-**	**-**

#There are no projects where activity has been suspended. Also, there are no projects as on March 31, 2026 and March 31, 2025 where completion is overdue or which has exceeded cost as compared to its original plan.

5 Right to use assets & Lease Liabilities

(A) The Company's leased assets primarily consists of lease for factory sheds and plant and machinery having lease term of 3-7 years.The Company recorded the lease liability at the present value of the remaining lease payments discounted at the implicit rate of interest / incremental borrowing rate (as applicable) as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for previously recognised prepaid or accrued lease payments.The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets.

(B) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	Factory shed & warehouse	Plant and Machinery	Total
As at April 01, 2024	**2.06**	**286.39**	**288.45**
Additions	-	57.07	57.07
Disposal	-	-	-
Depreciation expense	2.06	20.81	22.87
As at March 31, 2025	**-**	**322.65**	**322.65**
Additions	143.14	46.58	189.72
Disposal	-	45.10	45.10
Depreciation expense	19.33	23.88	43.21
As at March 31, 2026	**123.81**	**300.25**	**424.06**

(C) Set-out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	Factory shed & warehouse	Plant and Machinery	Total
As at April 01, 2024	**2.23**	**237.17**	**239.40**
Additions	-	50.22	50.22
Accretion of interest	0.07	13.32	13.39
Payments	2.32	53.53	55.85
Disposal	-	-	-
As at March 31, 2025	**-**	**247.18**	**247.16**
Additions	140.16	41.13	181.29
Accretion of interest	11.34	10.79	22.13
Payments	22.39	96.60	118.99
Disposal	-	-	-
As at March 31, 2026	**129.11**	**202.50**	**331.59**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(D) Below is the bifurcation of the total lease liability between current liability & non current liability:

Particulars	March 31, 2026	March 31, 2025
Current lease liabilities	109.70	84.01
Non- current lease liabilites	221.89	163.15

(E) The following are the amounts recognised in the Statement of Profit and Loss :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation expense of right-of-use assets	43.21	22.87
Interest expense on lease liabilities	22.13	13.39
Expense relating to short-term leases and low-value leases	1.39	7.85
Total amount recognised in Standalone Statement of Profit and Loss	**66.73**	**44.11**

(F) Contractual maturities of lease liabilities on undiscounted basis as at:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Less than one year	127.76	94.73
One to five Year	228.76	174.52
More than five year	26.39	-
	382.91	**269.25**

6 Intangible assets

Particulars	Trademark	Software	Total	Intangible assets under development
Gross carrying amount / deemed cost				
As at April 01, 2024	**0.01**	**4.52**	**4.53**	**4.17**
Additions	-	10.27	10.27	5.21
Disposal / transfer	-	-	-	-
As at March 31, 2025	**0.01**	**14.79**	**14.80**	**9.38**
Additions	-	7.83	7.83	-
Disposal / transfer	-	-	-	(5.28)
As at March 31, 2026	**0.01**	**22.62**	**22.63**	**4.10**
Accumulated Amortization				
As at April 01, 2024	**-**	**0.01**	**0.01**	**-**
Charge for the year	-	5.04	5.04	-
Disposal / transfer	-	-	-	-
As at March 31, 2025	**-**	**5.05**	**5.05**	**-**
Charge for the year	-	8.12	8.12	-
Disposal / transfer	-	-	-	-
As at March 31, 2026	**-**	**13.17**	**13.17**	**-**
Net Block				
As at March 31, 2025	**0.01**	**9.74**	**9.75**	**9.38**
As at March 31, 2026	**0.01**	**9.45**	**9.46**	**4.10**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Notes:

Intangible assets under development ageing schedule

As at March 31, 2025	Amount in intangible asset under development for the year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	5.21	4.17	-	-
Projects temporarily suspended	-	-	-	-
Total	**5.21**	**4.17**	**-**	**-**

As at March 31, 2026	Amount in intangible asset under development for the year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	-	-	4.10	-
Projects temporarily suspended	-	-	-	-
Total	**-**	**-**	**4.10**	**-**

#Projects in progress as at March 31, 2026 amounting to ₹ 4.10 million pertains to ongoing website development being executed by external agency appointed by the company. The website development is currently progressing in a phased manner.

Further, there are no projects where activity has been suspended, and there are no projects as on the reporting date where completion is overdue or which has exceeded cost as compared to its original plan.

7 Financial Assets

Particulars	No. of shares (in absolute)	As at March 31, 2026	As at March 31, 2025
Non-Current			
Unquoted			
At cost			
Investment in subsidiary			
Omnitech Group, Inc.	50,000	4.05	4.05
(fully paid-up equity shares of USD 1 each)			
Novatro Techsolutions Private Limited	75,995	0.76	0.76
(fully paid-up equity shares of ₹ 10 each)			
		4.81	**4.81**

During the previous year, the Company has invested in 75,995 equity shares of Novatro Techsolutions Private Limited at a face value of ₹ 10 per share aggregating to 0.76 million.

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Quoted		
At fair value through profit and loss		
Investment in mutual funds*	17.75	24.39
	17.75	**24.39**
Total Investments	**22.56**	**29.20**
i. Aggregate amount of quoted investment	4.81	4.81
ii. Aggregate amount of unquoted investment	17.75	24.39
iii. Aggregate impairment in the value of investments	-	-

*Includes ₹ 17.75 million (March 31, 2025: ₹ 24.39 million) given as collateral against borrowing taken by the Company.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(B) Loans

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Loans to related parties	110.76	37.66
Loan to others	-	0.03
	110.76	**37.69**
Total Loans	**110.76**	**37.69**

Details of loans are as follows:

Particulars		Purpose of loan	Outstanding balance	
			As at March 31, 2026	As at March 31, 2025
A.	**Subsidiary Companies**			
1.	Omnitech Group Inc.,	Business purpose	41.65	37.66
2.	Novatro Techsolutions Private Limited	Business purpose	69.11	-
B.	**Others**			
1.	Sunforge Private Limited	Business purpose	-	0.03

(C) Other financial assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Bank deposits with original maturity beyond 12 months#	33.63	26.72
Security deposits	61.28	51.49
Other deposits	1.30	0.30
	96.21	**78.51**
Current		
Receivable from subsidiaries	4.07	3.79
Derivative instruments at fair value through profit or loss	3.85	0.99
Tariff recoverable from customers@	2.89	-
Bank deposits with original maturity beyond 3 months within 12 months*	1,304.77	-
	1,315.58	**4.78**
Total other financial assets	**1,411.79**	**83.29**

#include deposits pledged against working capital facilities availed by the Company

*earmarked balance pertaining to unutilised intial public offer procceds as on reporting period

@The United States of America has imposed additional customs tariffs on certain goods exported from India to the USA, which are applicable on the Company's exports to that market. In accordance with the terms of sale and contractual arrangements with relevant customers, these additional tariffs are recoverable from such customers and, accordingly, the Company has recognised the related amount as receivable in the financial statements. This balance represents duties levied by the customs authorities in the USA in respect of exports already made by the Company, which are pending recovery from customers as at the reporting date.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(D) Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Trade receivables	1,886.27	1,136.57
Receivables from other related parties (Refer note 34)	522.47	291.92
Total trade receivables	**2,408.74**	**1,428.49**

Other than stated above, no trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Refer note 14(A) for information on trade receivables pledged as security by the Company.

Trade receivables Ageing Schedule

As at March 31, 2026

Particulars	Outstanding for following from transaction date					Total
	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed						
- Considered good	1,926.29	413.31	68.33	0.73	0.08	2,408.74
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	**1,926.29**	**413.31**	**68.33**	**0.73**	**0.08**	**2,408.74**

As at March 31, 2025

Particulars	Outstanding for following from transaction date					Total
	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed						
- Considered good	1,356.51	71.60	0.39			1,428.49
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	**1,356.51**	**71.60**	**0.39**	**-**	**-**	**1,428.49**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(E) Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
- In current accounts*	261.00	44.46
- In deposit account with orignal maturity less than 3 months#	1,354.57	-
Cash on hand	3.62	0.69
Total cash and cash equivalents	**1,619.19**	**45.15**

*includes earmarked balance in public account–funds received through intial publice offer and in monitoring agency account amounting to ₹ 175.50 million

#earmarked balance pertaining to unutilised intial public offer procceds as on reporting period

8 Income tax

(A) The major components of income tax expense for the year ended March 2026 and year ended March 31, 2025 are:

Statement of profit and loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Income tax expense reported in the profit or loss section		
Current income tax:		
- Current income tax charge	306.78	133.66
- Adjustments of Tax Related to earlier year	15.92	0.77
Deferred tax:		
- Relating to origination and reversal of temporary differences	(38.49)	(11.84)
Income tax expense reported in the profit or loss section	**284.21**	**122.59**
b) Other comprehensive income section		
Deferred tax related to items recognised in other comprehensive income section		
Re-measurement gain/(loss) on defined benefit plans	(0.80)	0.34
Income tax charged to other comprehensive income section	**(0.80)**	**0.34**

(B) Reconciliation of tax expense and the accounting profit multiplied by company's rate for March 2026 and March 31, 2025.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax (A)	1,056.18	558.50
Enacted Income Tax Rate	25.17%	25.17%
Income tax calculated (B)	**265.82**	**140.56**
Adjustments to reconcile expected income tax expense to reported income tax expense:		
Expenses disallowed for tax purpose	-	1.94
Effect of deductions allowed for tax purpose	-	(19.45)
Short tax provision of earlier years	15.92	0.77
Others adjustments (net)	2.47	(1.23)
Total adjustments (C)	**18.39**	**(17.97)**
Income tax expense recognised (B+C)	**284.21**	**122.59**
Effective income tax rate [(B+C) / (A)]	**26.91%**	**21.95%**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(C) Deferred tax

The balance comprises temporary differences attributable to:

Deferred tax assets relates to following:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	19.25	21.90
Impact on employee benefit	9.36	6.48
Impact on trade payable	49.96	10.63
Impact on other provisions	4.22	1.80
Net deferred tax assets	**82.79**	**40.81**

Deferred tax liabilities relates to following:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact on right of use assets and lease liability	(22.69)	(19.18)
Impact on fair value gain on financial instruments at fair value through profit or loss	(1.64)	(0.85)
Net deferred tax liabilities	**(24.33)**	**(20.03)**
Net deferred tax assets	**58.46**	**20.78**

(D) Movement in deferred tax balances

For the year ended March 31, 2026	As at March 31, 2025	Recognised in statement of profit and loss	Recognized in OCI	As at March 31, 2026
i) Deferred tax assets				
Property, plant and equipment and other intangible assets - depreciation, impairment and amortization	21.91	(2.66)	-	19.25
Provision for employee benefits	6.48	3.68	(0.80)	9.36
Other provisions	1.80	2.42	-	4.22
Trade payable	10.63	39.33	-	49.96
Deferred tax assets (A)	**40.82**	**42.77**	**(0.80)**	**82.79**
ii) Deferred tax liabilities				
Right of use assets & lease liability	(19.20)	(3.49)	-	(22.69)
Current investments	(0.60)	(0.07)	-	(0.67)
Derivative financial asset	(0.25)	(0.72)	-	(0.97)
Deferred tax liabilities (B)	**(20.05)**	**(4.28)**	**-**	**(24.33)**
Net deferred tax assets (A-B)	**20.77**	**38.49**	**(0.80)**	**58.46**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

For the year ended March 31, 2025	As at March 31, 2024	Recognised in statement of profit and loss	Recognized in OCI	As at March 31, 2025
i) Deferred tax assets				
Property, plant and equipment and other intangible assets - depreciation, impairment and amortization	15.84	6.07	-	21.91
Provision for employee benefits	3.43	2.71	0.34	6.48
Other provisions	0.96	0.84	-	1.80
Trade payable	-	10.63	-	10.63
Deferred tax assets (A)	**20.23**	**20.25**	**0.34**	**40.82**
ii) Deferred tax liabilities				
Right of use assets & lease liability	(11.50)	(7.70)	-	(19.20)
Current investments	(0.14)	(0.46)	-	(0.60)
Derivative financial asset	-	(0.25)	-	(0.25)
Deferred tax liabilities (B)	**(11.64)**	**(8.41)**	**-**	**(20.05)**
Net deferred tax assets (A-B)	**8.59**	**11.84**	**0.34**	**20.78**

9 Other non-current assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	142.11	50.25
Total other non-current assets	**142.11**	**50.25**

10 Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	1,087.10	560.15
Finished goods	961.83	521.92
Work in progress	596.31	323.58
Consumables & others	390.21	280.15
Packing materials	9.10	25.48
Total inventories	**3,044.55**	**1,711.28**

For details of inventories placed as security against borrowings - Refer Note - 14

11 Other Assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Prepaid expenses	30.66	13.52
Advance to suppliers	53.50	166.60
Export entitlement receivable	24.31	10.09
Advance to employees	0.76	0.40
Balance with government authorities	314.85	78.99
Other assets	1.38	0.34
Initial public offer - unadjusted expenses #	-	7.07
Total other assets	**425.46**	**277.01**

#in previous year, the Company had incurred expenses in connection with the proposed Initial Public Offer (IPO) of equity shares of the Company by way of fresh issue and an offer for sale by the existing shareholders.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

12 Equity share capital

(A) Authorised share capital:

Particulars	Equity shares		Preference shares	
	Number of shares (in Millions)	Amount (In ₹ Millions)	Number of shares (in Millions)	Amount (In ₹ Millions)
As at April 01, 2024	**146.00**	**730.00**	**7.00**	**70.00**
Change during the year	-	-	-	-
As at March 31, 2025	**146.00**	**730.00**	**7.00**	**70.00**
Change during the year	-	-	-	-
As at March 31, 2026	**146.00**	**730.00**	**7.00**	**70.00**

(B) i) Terms and rights attached to equity shares

The Company has a one class of equity shares having a par value of ₹ 5 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. Equity shareholders are entitled to receive dividends as declared from time to time.Voting rights are proportional to paid-up equity capital, with each holder entitled to one vote per share.

Upon winding-up or liquidation of the Company, equity shareholders shall be entitled to receive the residual assets, subsequent to the satisfaction of all preferential claims, in proportion to their shareholding.

ii) Terms/ rights attached to preference shares

The Company's preference shares have a nominal value of ₹ 10 per share. In the event of winding up or liquidation, preference shareholders shall have priority over equity shareholders. As of the date of this report, the Company has not issued any preference share capital.)

(C) Issued, subscribed and fully paid-up shares#

(Equity shares of ₹ 5 each)	Number of shares (in Millions)	Amount (In ₹ Millions)
As at April 01, 2024	**100.00**	**500.00**
Increase during the year	5.25	26.25
As at March 31, 2025	**105.25**	**526.25**
Increase during the year	18.42	92.08
As at March 31, 2026	**123.67**	**618.33**

For the period of five years immediately preceding the date of the Balance Sheet, the Company has neither bought back any class of equity shares nor issued shares pursuant to contract(s) without payment being received in cash except the Board of Directors at its meeting held on 11 March 2024, had approved the bonus issue of nine new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated 6 March 2024. Through a Board resolution dated, the Company has allotted 4,50,00,000 equity shares of ₹10 each as bonus shares to the existing equity shareholders of the Company.The Company has issue fully paid up bonus shares by capitalisation of profits transferred from utilizing the Company's free reserves.

During the year ended March 31, 2025, the company has issued fresh equity shares in two tranches. Following are the details in respect of issue of shares.

Date of issue of shares	No. of shares issued	Issue price per share	Face value per share	Securities premium included in issue price
May 17, 2024	4,74,000	208	5	203
July 6, 2024	32,17,075	122	5	117
January 4, 2025	15,58,605	210	5	205

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

*During the year ended March 31, 2026, the Company has completed its Initial Public Offer ("IPO") of 2,56,85,062 equity shares (including 46,296 equity shares issued to employees) of face value of ₹ 5 each at an issue price of share ₹ 227 per share (₹ 216 per share for equity shares issued to employees) comprising fresh issue of 1,84,16,340 equity shares and offer for sale of 72,68,722 equity shares by selling shareholders, resulting in equity shares of the Company being listed on National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') on March 5, 2026.

(D) Details of shareholders holding more than 5% shares in the Holding Company:

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No. in absolute	%	No. in absolute	%
Udaykumar Arunkumar Parekh	9,06,51,154	73.30%	9,87,22,176	93.80%
Nippon Life India Trustee Ltd - Nippon India Small Cap Fund	85,73,332	6.93%	-	-

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(E) The Group has not granted any options in any of the years covered above.

(F) Details of shares held by promoters at the year end

As at March 31, 2026

Particulars	Promoter Name	No. of shares at the beginning of the year (in absolute)	Change during the year (in absolute)	No. of shares at the end of the year (in absolute)	% of Total Shares	% change during the year*
Equity shares of ₹ 5 each fully paid	**Promoter**					
	Udaykumar Arunkumar Parekh	9,87,22,176	(80,71,022)	9,06,51,154	73.30%	(20.49%)
	Dharmi A. Parekh	1	-	1	0.00%	0.00%
Total		**9,87,22,177**	**(80,71,022)**	**9,06,51,155**	**73.30%**	

As at March 31, 2025

Particulars	Promoter Name	No. of shares at the beginning of the year (in absolute)	Change during the year (in absolute)	No. of shares at the end of the year (in absolute)	% of Total Shares	% change during the year*
Equity shares of ₹ 5 each fully paid	**Promoter**					
	Udaykumar Arunkumar Parekh	9,88,99,976	(1,77,800)	9,87,22,176	93.80%	(5.10%)
	Dharmi A. Parekh[#]	1	-	1	0.00%	0.00%
Total		**9,88,99,977**	**(1,77,800)**	**9,87,22,177**	**93.80%**	

[#]Dharmi A. Parekh has been appointed as a Non-Executive Director of the Holding company with effect from May 3, 2025.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

13 Other equity

(A)

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	756.37	321.45
Add: Profit for the year	771.97	435.91
Remeasurement of defined benefit obligations (liability net of tax)	2.37	(0.99)
Balance at the end of the year	**1,530.71**	**756.37**
Securities premium		
Opening balance	792.13	-
Add: Premium on issue of equity shares (refer Note 12)	4,087.92	792.13
Less: Share issue expenses (refer note 39)	183.46	-
Balance at the end of the year	**4,696.59**	**792.13**
Total other equity	**6,227.30**	**1,548.50**

Nature and purpose of reserves :

Retained earnings

Retained earnings represents the Company's undistributed earnings after tax and can be utilised in accordance with the provisions of the Act.

Securities premium

Securities premium is used to record the premium received on issue of shares and such balance can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

14 Financial Liabilities (at amortised cost)

(A) Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
I. Secured		
i. Term Loan		
a. From banks	1,098.21	1,402.51
b. Vehicle loan from banks	39.70	35.34
c. From NBFC	65.01	74.90
	1,202.92	**1,512.75**
ii. Less: Current maturities		
a. From banks	188.00	152.06
b. Vehicle loan from banks	11.42	8.48
c. From NBFC	37.15	59.71
	236.57	**220.25**
iii. Non Current portion (i-ii)		
a. From banks	910.21	1,250.45
b. Vehicle loan from banks	28.28	26.86
c. From NBFC	27.86	15.19
	966.35	**1,292.50**
Total Non-Current Borrowings (iii)	**966.35**	**1,292.50**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Current maturities of long term borrowings (ii)	**236.57**	**220.25**
I. Loans repayable on demands from banks		
a. Cash credit	1,525.37	606.56
b. Export packing credit	387.73	190.21
c. Working capital demand loan	574.28	772.37
	2,487.38	**1,569.14**
II. Unsecured		
a. From directors	287.79	213.71
b. From relative of directors	-	10.67
	287.79	**224.38**
Total Current Borrowings	**3,011.74**	**2,013.77**
Total Borrowings	**3,978.09**	**3,306.27**

i **Terms of repayment, security and interest - Secured Term Loans from banks**

Particulars	Tenure
Axis Bank - Term Loan ECLGS - REPO +3.20 %	Tenure of 25 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan ECLGS - REPO +3.20 %	Tenure of 36 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 42 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 36 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 17 Monthly installment From : March - 2022 onwards
Axis Bank - Machinery Term Loan - REPO +3.20 %	Tenure of 72 Monthly installment From : May - 2022 onwards
Axis Bank - Construction Term Loan - REPO +3.20 %	Tenure of 90 Monthly installment From : Jan - 2026 onwards
HDFC Bank - Construction Loan - REPO+ 2.25%	Tenure of 108 Monthly installment From : Feb - 2024 onwards
HDFC Bank - Machinery Loan - REPO + 2.26%	Tenure of 108 Monthly installment From : Feb - 2024 onwards
Union Bank of India - Construction Loan TL - EBLR + 0.40%	Tenure of 90 Monthly installment From : Feb- 2025 onwards
Union Bank of India - Machinery Loan TL - EBLR + 0.40%	Tenure of 90 Monthly installment From : Feb- 2025 onwards
Axis Bank - Term Loan - REPO + 3.20 %	Tenure of 90 Monthly installment From : Jan - 2026 onwards
HDFC Bank - Machinery Loan - REPO+3.38%	Tenure of 84 Monthly installment From : Sep - 2025 onwards

Details of security - All loans from the below three banks are secured through pari-passu charge against assets

Loans taken from : Axis Bank Ltd / Union Bank of India / HDFC Bank

The above term loans have been secured through exclusive charge by way of hypothecation on plant & machineries of the company (Present & future) [excluding plant and machinery exclusively charged to Siemens Financial Services Private Limited]. The above loans are also secured by collateral security on the following properties–

a. Industrial property located at plot No. G 1823, GIDC, Lodhika, at Metoda, Rajkot–360021, standing in the name of the company;

b. Industrial property located at plot No. 2500 , GIDC, Lodhika, at Metoda, Rajkot–360021, standing in the name of company;

c. Industrial property located at Chhapra, Lodhika, Rajkot, standing in the name of the company;

d. Personal properties of the directors and a relative of a director of the Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

e. The above secured borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

ii Terms of repayment, security and interest - Vehicle Loans from banks

Particulars	Tenure
Axis Bank - Staff bus loan - Rate of interest # 7.90%	Tenure of 48 Monthly installment From : July - 2022 onwards
HDFC Bank - Car Loan - Rate of Interest # 7.93%	Tenure of 60 Monthly installment From : Nov - 2022 onwards
HDFC Bank - Car Loan - Rate of Interest # 7.37%	Tenure of 60 Monthly installment From : June - 2022 onwards
Axis Bank - Staff bus loan - Rate of interest # 9.00%	Tenure of 37 Monthly installment From : Dec - 2023 onwards
Axis Bank - Staff bus loan - Rate of interest # 9.00%	Tenure of 37 Monthly installment From : Dec - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.45%	Tenure of 84 Monthly installment From : Nov - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : March - 2024 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : April - 2024 onwards
Union Bank of India - Car Loan - EBLR + 1.00 %	Tenure of 60 Monthly installment From : March - 2024 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : Oct - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
Union Bank of India - Car Loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Car Loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Staff bus loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Staff bus loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Car Loan - EBRL less 0.45%	Tenure of 84 Monthly installment From : Sep - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : Oct - 2024 onwards
HDFC Bank - Car loan - Rate of interest # 8.84 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Car loan - Rate of interest # 8.88 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Staff bus loan - Rate of interest # 8.66 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Staff bus loan - Rate of interest # 8.66 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Truck loan - Rate of interest # 8.80 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
Union Bank of India - Car Loan - EBLR less 0.15%	Tenure of 84 Monthly installment From : Sep - 2025 onwards
Union Bank of India - Car Loan - EBLR less 0.15%	Tenure of 84 Monthly installment From : Sep - 2025 onwards

Details of security

The above loans are secured by way of hypothecation of respective vehicles for which the loan is taken.

iii Terms of repayment, security and interest - Term Loans from NBFCs

Particulars	Tenure
Term loans from NBFCs	Tenure of 24 Monthly installment From : Jan - 2024 onwards
TATA Capital Limited - Rate of Interest # 11.50 % P.A. ROI equal to LTRS less 10.05 %	Tenure of 54 Monthly installment From : Feb - 2022 onwards
Siemens Financial Services Pvt Ltd - Machinery Term Loan - Rate of Interest # 10.99 %	Tenure of 54 Monthly installment From : Feb - 2022 onwards
Siemens Financial Services Pvt Ltd - Machinery Term Loan - Rate of Interest # 10.99 %	Tenure of 30 Monthly installment From : Dec- 2024 onwards
Siemens Financial Services Pvt Ltd - Loan - Rate of Interest # 12.99%	Tenure of 30 Monthly installment From : Mar - 2025 onwards
Siemens Financial Services Pvt Ltd - Loan - Rate of Interest # 12.99%	Tenure of 25 Monthly installment From : Jan-2026 onwards
TATA Capital Limited - Rate of Interest # 11.35 % P.A. ROI equal to LTPLR Plus 2.60%	

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Details of security

Loan taken from Tata Capital Limited

The loan is secured by a 20% Cash Collateral in the form of FD/SD/Debt Mutual Funds of the facility amount. Further, the borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

Loans taken from Seimens Financial Services Pvt Ltd

The above term loans have been secured through exclusive charge by way of hypothecation on the machinery against which the loans are taken. Further, the borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Company, namely Udaykumar Arunkumar Parekh.

iv Current borrowings

(i) Cash credit facility is availed from Axis Bank with limit of ₹ 700.00 million, Axis Bank (ad hoc limit) of ₹ 150 million, HDFC Bank with limit of ₹ 200 million, and Union Bank of India with limit of ₹ 550 million,, Bank Of India with limit of ₹100 million. The cash credit facilities from Axis Bank, Union Bank of India and Bank Of India are secured by a pari passu charge over present and future current assets of the company. Cash credit facility from HDFC Bank is overall secured with their combined facilities as stated in above para related to security given for term loans. The said cash credit facilities have interest rate ranging from 7.20% to 12.50% (floating rate).

(ii) Export Packing Credit from banks is secured against current assets of the Company, both present and future. The said cash credit facilities have interest rate ranging from 7.20% to 10.70% (floating rate).

(iii) Working capital term loan Cash credit facility is availed from HDFC Bank, Axis Bank, Bank of india Capsave Finance Private Limited and Rataafin Capital Private Limited. Facilities availed from Axis Bank are secured by a pari passu charge over present and future current assets of the company. Working capital facility from HDFC Bank is overall secured with their combined facilities as stated in above para related to security given for term loans. Working capital facility from Capsave Finance Private Limited and Rataafin Capital Private Limited are secured by personal guarantees of directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh. The said facilities have interest rate ranging from 7.20% to 11.50%.

(iv) Loan from directors and relatives of directors are repayable on demand and carries interest rate of 8.5% to 10.00%.

(v) The Company has entered into an arrangement with Receivables Exchange of India Limited (RXIL) and the Trade Receivables Discounting System (TReDS) platform with an aggregate sanctioned limit of ₹320 million. Under this arrangement, the company, may discount their invoices with participating financial institutions for early realisation of dues.The arrangement facilitates extension of credit period beyond the original supplier credit terms Interest/ discounting charges and platform service charges in respect of such arrangements are borne by the Company and recognised as finance costs and other expenses, respectively, in the Statement of Profit and Loss.

(vi) The Company has availed an unsecured loan facility from JSW One Finance Limited (JOFL) with a credit limit of ₹30 million. The loan is unsecured and does not carry any collateral security.

(B) Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	612.90	197.70
Total outstanding dues of creditors other than micro enterprises and small enterprises	510.05	144.34
Trade payable to related parties (Refer note 34)	155.03	69.07
Total trade payables	**1,277.98**	**411.11**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Trade Payable Ageing Schedul

As at March 31, 2026

Particulars	Outstanding for following years from transaction date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	609.76	3.14	-	-	612.90
Others	642.12	22.96	-	-	665.08
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**1,251.88**	**26.10**	**-**	**-**	**1,277.98**

As at March 31, 2025

Particulars	Outstanding for following years from transaction date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	197.61	0.09	-	-	197.70
Others	212.96	0.45	-	-	213.41
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**410.57**	**0.54**	**-**	**-**	**411.11**

Disclosures required by the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 are as under :

The amount due to Micro and Small Enterprises as defined in the 'The Micro, Small and Medium Enterprises Development Act, 2006' has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to Micro, Small and Medium Enterprises are as under:

	Particulars	As at March 31, 2026	As at March 31, 2025
i	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	612.90	197.70
ii	Interest due on above	3.93	-
iii	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
iv	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
v	The amount of further interest remaining due and payable even in the succeeding years, 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	-	-

Notes annexed to and forming part of the Standalone Financial Statements
for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(C) Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Employee dues payable	61.49	43.66
Others		
- Provision for interest payable on loans	4.05	3.17
- Provision for expenses payable	11.02	9.55
Total other financial liabilities	**76.56**	**56.38**

15 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Provision for employee benefits		
Provision for gratuity	36.12	24.67
	36.12	**24.67**
Current		
Provision for employee benefits		
Provision for gratuity	1.07	1.08
Provision for sales & other returns	9.88	2.96
Provision for warranty	5.89	3.60
Other provisions	10.96	0.75
	27.80	**8.39**
Total Provisions	**63.92**	**33.06**

i Provision for sales & other returns

The Company, as a trade practice, admits to returns from market which are primarily in the nature of product rejection, or supply of short quantities. The provision for sales and other returns is made on the basis of historical experience, market conditions and specific contractual terms. The timing of outflow will depend on the time taken by the customer to return the goods.

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	2.96	1.23
Add: Provision made during the year	76.10	25.73
Less: Provision utilised during the year	(69.18)	(24.00)
Balance at the end of the year	**9.88**	**2.96**

ii Provision for warranty

The Company, as a trade practice, provides assurance type warranty to its customers whereby it rectifies the defects / issues noted by the customers before/ when they start using the Company's product. The provision for warranty is made on the basis of historical experience and specific contractual terms.

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	3.60	2.41
Add: Provision made during the year	15.36	2.21
Less: Provision utilised during the year	(13.07)	(1.02)
Balance at the end of the year	**5.89**	**3.60**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

iii Other provisions

These mainly include provisions towards expenses & employee incentives.

16 Other liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Statutory dues	41.49	8.14
Advance's from customers	2.95	65.72
Total other liabilities	**44.44**	**73.86**

17 Current tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for current tax (net of advance tax and TDS receivable)	87.93	110.13
Total liabilities for current tax (net)	**87.93**	**110.13**

18 Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products:		
Sale of finished goods	4,812.66	3,142.36
Sale of services:		
Jobwork income	50.26	45.93
Tooling income	5.56	33.59
Other Operating Revenues:		
Scrap sales	170.50	173.98
Export incentives	77.84	52.30
Total revenue from operations	**5,116.82**	**3,448.16**

18.1	India	1,316.47	859.06
	Outside India :		
	United States of America	2,640.30	1,882.74
	United Arab Emirates	785.51	463.88
	Others	374.54	242.48
	Total revenue from operations	**5,116.82**	**3,448.16**

18.2	**Timing of revenue recognition**		
	Goods transferred at a point of time	5,061.00	3,368.64
	Services transferred at a point of time	55.82	79.52
	Total revenue from operations	**5,116.82**	**3,448.16**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

18.3 Contract Balances

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables from contracts under Ind AS 115	2,408.74	1,428.49
Contract liabilities	2.95	65.72

Contract liabilities include amount received from customers as per the terms of purchase/sales order to deliver goods. Once the goods are completed and control is transferred to customers the same is adjusted accordingly.

18.4 Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Movement of contract liability		
Opening balances	65.72	1.23
Performance obligations satisfied during the year	(65.72)	(1.23)
Amount received against contract liability during the year	2.95	65.72
Amounts included in contract liabilities at the end of the year	**2.95**	**65.72**

18.5 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue as per contracted price	5,192.92	3,473.89
Adjustments		
Sales return	(76.10)	(25.73)
Revenue from operations	**5,116.82**	**3,448.16**

19 Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income		
- from loan to related party	4.73	2.58
- from deposits	14.67	1.80
- from others	-	0.77
Gain on foreign exchange variation (net)	222.78	62.24
Fair value gain on financial instruments at fair value through profit or loss	4.13	2.81
Profit on sale of investments	1.19	-
Miscellaneous income	2.15	0.21
Total other income	**249.65**	**70.41**

20 Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory at the beginning of the year	560.15	214.05
Add: Purchase during the year	2,474.06	1,594.94
Less: Inventory at the end of the year	(1,087.10)	(560.15)
Total Cost of material consumed	**1,947.11**	**1,248.84**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

21 Changes in inventories of finished goods and work in progress

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory at the beginning of the year		
- Work-in-progress	323.58	165.00
- Finished goods	521.92	265.14
Inventory at the end of the year		
- Work-in-progress	596.31	323.58
- Finished goods	961.83	521.92
Total changes in inventories of finished goods and work in progress	**(712.64)**	**(415.36)**

22 Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	742.65	481.01
Contribution to provident and other funds	34.78	26.29
Gratuity expense	15.79	11.12
Staff welfare expenses	8.83	9.12
Total employee benefits expense	**802.05**	**527.54**

23 Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expense		
- on term loans	142.12	132.03
- on working capital loans	168.01	107.18
- on MSME	3.93	-
- on lease liabilities	22.13	13.39
- on others#	23.72	21.19
Other borrowing cost	18.71	10.05
Bill discounting expense	11.96	8.48
Total finance costs	**390.58**	**292.32**

#Others include interest paid on loans of related parties - Refer note - 34 for related party disclosures

24 Depreciation and amortization expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant & equipment	409.00	337.92
Amortization of intangible assets	8.12	5.04
Depreciation on right of use assets	43.21	22.87
Total depreciation and amortization expense	**460.33**	**365.83**

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

25 Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares	341.88	275.56
Consumption of packing material	96.96	45.87
Annual maintenance charges	2.47	12.34
Job work charges	335.97	165.47
Loading and unloading expense	8.65	3.01
Repair and maintenance:		
- Buildings	1.20	1.33
- Plant and machinery	7.80	5.78
- Other	7.78	5.64
Office & factory maintenance	3.84	2.93
Transportation expense	36.28	35.30
Rent	1.39	7.85
Rates and taxes	32.49	30.51
Insurance	14.14	16.08
Power, fuel and water charges	112.32	80.74
Material inspection charges	12.02	6.84
Auditors remuneration (Refer note below)	1.20	0.75
Freight & forwarding	95.30	71.51
Canteen expense	21.60	17.46
Warranty expense	15.39	2.21
Legal and professional	46.95	28.35
Travelling and conveyance expense	18.36	18.48
Business development expense#	167.72	77.29
Security charges	3.66	3.39
Corporate social responsibility expenses	9.92	7.19
Directors' sitting fees	0.44	-
Miscellaneous expenses	26.13	19.02
Total other expenses	**1,421.86**	**940.90**

#Refer Note - 34 for related party transactions

25A Auditors remuneration :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditor:		
- Statutory audit fee	1.10	0.70
- Tax audit	0.10	0.05
Total	**1.20**	**0.75**

Notes annexed to and forming part of the Standalone Financial Statements

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25B Corporate Social Responsibility

In terms of the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend ₹ 9.58 Million For the year ended March 31,2026 ₹ 7.20 Million For the year ended March 31, 2025.) The Company has incurred following expenditure towards CSR activities:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Prescribed CSR expenditure (2% of Average Net Profits of the three immediately preceeding financial years)	9.58	7.20
Add : Unspent amount of previous year	-	-
Total amount to be spent for the financial year	**9.58**	**7.20**
Details of CSR Expenditure during the year		
(a) Promoting Education and enhancing vocational skills	2.22	2.40
(b) Eradicating hunger, poverty, malnutrition, promoting health care and sanitation	7.50	0.94
(c) Providing rescue for natural calamities & raise awareness	-	2.00
(d) Protection of National Heritage Art & Culture	-	1.05
(e) Empowering Women, setting up homes/hostels for women, orphans and old age homes	0.20	0.80
Total amount spent during the financial year	**9.92**	**7.19**
Amount of shortfall/(excess) at the end of the year out of amount required to be spent by the Company during the year	(0.34)	0.01
Total of previous year's shortfall/(excess) amounts	(0.05)	(0.06)
Total of shortfall/(excess) amounts of all the years including current year	**(0.39)**	**(0.05)**

26 Components of other comprehensive income (OCI)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Items that will not be reclassified to profit or loss		
Re-measurement gains/ (loss) on defined benefit plans	3.17	(1.33)
Less: Tax impact of above items	(0.80)	0.34
Other Comprehensive income	**2.37**	**(0.99)**

27 Earnings per share (EPS)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit attributable to equity holders of the company (A)	771.97	435.91
Weighted average numbers of equity shares outstanding # [in absolute number] (B)	10,65,61,529	10,31,42,324
Earnings per share (A/B) [In ₹]		
Basic earnings per share*	7.24	4.23
Diluted earnings per share*	7.24	4.23
Face value per share	5	5

#Calculation of Weighted Average Number of Equity Shares (in absolute number)

Number of equity shares outstanding up to reporting period	10,52,49,680	10,00,00,000
Add: Weighted average number of fresh issue of shares during previous year	-	31,42,324
Add: Weighted average number of shares isuued through public offer	13,11,849	-
	10,65,61,529	**10,31,42,324**

*The Company does not have any potential equity shares and thus, weighted average number of shares for computation of basic EPS and diluted EPS remains same.

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28 EXCEPTIONAL ITEMS

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Impact on account Labour Code	1.00	-
	1.00	**-**

The Ministry of Labour & Employment (MoLE), Government of India, has announced the implementation of four Labour Codes viz. 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, effective November 21, 2025. On the basis of information available, the Company has assessed and accrued the incremental impact for these changes at current estimate of ₹ 1.00 million. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

29 Commitments and Contingencies

A. Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for	730.01	235.75

B. Contingent liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Claims against the Holding company not acknowledged as debts		
Disputed demand of Goods & Services Tax#	2.04	2.04

#The above matters are subject to legal proceedings in the ordinary course of business. On the basis of the current status of the individual case along with the opinion of Management, when ultimately concluded will not have material effect on the results of the operations or financial position of the Company.

30 Segment information

The primary reporting of the Company has been performed on the basis of business segment. Based on the Company's business model, manufacturing of high precision and OEM components has been considered as a single business segment for the purpose of making decision on allocation of resources and assessing its performance. Accordingly, there are no separate reportable segments in accordance with the requirements of Ind AS 108 'Operating segment'.

The information relating to revenue from external customers and location of segment assets of its single reportable segment has been disclosed as below. The geographic information analyses the Company's revenues and segment assets by the country of domicile and other countries. In presenting geographic information, segment revenue has been based on the location of the customer and segment assets are based on geographical location of the assets.

a. Geographical segment information:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(1) Revenues from external customers including operating revenue		
India	1,316.47	859.06
United States of America	2,640.30	1,882.74
United Arab Emirates	785.51	463.88
Others	374.54	242.48
Total	**5,116.82**	**3,448.16**

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Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(2) Non-current assets (excluding financial assets and tax assets).:		
India	3,604.63	2,679.83
Total	**3,604.63**	**2,679.83**

b. Revenue from Major Customers:

For the year ended March 31,2026, two customer accounted for 10% or more of the company's total revenue, amounting to ₹ 1324.89 million. For the year ended March 31, 2025, one customer accounted for 10% or more of the company's total revenue, amounting to ₹ 431.31 million.

31 Employee Benefits

(A) Defined Contribution Plan

Provident Fund

The Company's contribution to provident fund aggregating to ₹ 34.78 million (March 31, 2025: ₹ 26.29 Million) has been recognised in the statement of profit and loss under the head employee benefits expense.

(B) Defined Benefit Plan

In accordance with Indian law, the Company is required to pay gratuity which is a defined benefit plan ('the Gratuity Plan') covering eligible employees. The plan provides a lump sum payment to vested employees at retirement, death and incapacitation while in employment, termination of employment. The level of benefits provided depends on the respective employees' tenure of employment and last drawn salary. The defined benefit plan exposes the company to actuarial risks such as interest rate risk, investment risk and salary risk.

i Amount recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Service cost	13.84	10.13
Net interest cost	1.95	0.98
Expenses recognised in the statement of profit and loss	15.79	11.11

ii Amount recognised in other comprehensive income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net actuarial (loss) / gain recognised in the year	3.17	(1.33)
Expenses recognised in the other comprehensive income	3.17	(1.33)

iii Benefit asset/ (liability)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present value of defined obligation at the end of the year	37.19	25.75
Less : Fair value of the plan assets at the end of the year	-	-
Net present value of defined benefit obligation	**(37.19)**	**(25.75)**
Net defined benefit obligation - Current	(1.07)	(1.08)
Net defined benefit obligation - Non - Current	(36.12)	(24.67)

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(All amounts in ₹ Millions, unless otherwise stated)

iv **Changes in the present value of the defined benefit obligation are as follows:**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening defined benefit obligation	25.75	13.64
Service cost	13.84	10.14
Interest cost	1.95	0.99
Benefits paid	(1.18)	(0.36)
Actuarial (gain)/ loss on obligation	(3.17)	1.34
Closing defined benefit obligation	**37.19**	**25.75**

v **The principal actuarial assumptions used in determining gratuity are as follows:**

(a) Economic assumptions

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	7.27%	6.78%
Average Salary escalation rate	8.00%	8.00%
Attrition rate	10.00%	10.00%

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

(b) Demographic assumptions

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Retirement age	58,60 & 65 years	58,60 & 65 years
Mortality table	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

vi **A quantitative sensitivity analysis for significant assumption as shown below:**

Assumptions	Sensitivity Level	Impact on defined benefit obligation
Discount rate:		
March 31, 2026	Increase of 1.00%	(4.10)
	Decrease of 1.00%	4.97
March 31, 2025	Increase of 1.00%	(2.92)
	Decrease of 1.00%	3.56
Future salary		
March 31, 2026	Increase of 1.00%	4.55
	Decrease of 1.00%	(3.92)
March 31, 2025	Increase of 1.00%	3.25
	Decrease of 1.00%	(2.77)
Employee Attrition		
March 31, 2026	Increase of 1.00%	(0.71)
	Decrease of 1.00%	0.76
March 31, 2025	Increase of 1.00%	(0.61)
	Decrease of 1.00%	0.67

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting year. Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not disclosed.

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vii Maturity analysis of the benefit payments from the fund

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
1^{ST} following year	1.07	1.08
2^{ND} following year	1.41	0.97
3^{RD} following year	1.63	1.15
4^{TH} following year	2.22	1.27
5^{TH} following year	2.72	1.68
6^{TH} to 10^{TH} year's cashflow	14.58	9.08

The average duration of the defined benefit plan obligation at the end of the reporting year is 10 years

32 Financial Instruments

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

As at March 31, 2025	Carrying value					Fair value			
	FVTPL	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total Fair Value
(A) Financial assets									
Non-current									
Investments	-	-	-	4.81	4.81	-	-	-	-
Other financial assets	-	-	-	78.51	78.51	-	-	-	-
Current									
Investments	24.39	-	24.39	-	24.39	24.39	-	-	24.39
Loans	-	-	-	37.69	37.69				
Trade receivables	-	-	-	1,428.49	1,428.49	-	-	-	-
Cash and cash equivalents	-	-	-	45.15	45.15	-	-	-	-
Other financial assets	0.99	-	0.99	3.79	4.78	-	0.99	-	0.99
Total financial assets	**25.38**	**-**	**25.38**	**1,598.44**	**1,623.82**	**24.39**	**0.99**	**-**	**25.38**
(B) Financial liabilities									
Non-current									
Borrowings	-	-	-	1,292.50	1,292.50	-	-	-	-
Lease liabilities	-	-	-	163.15	163.15	-	-	-	-
Current									
Borrowings	-	-	-	2,013.77	2,013.77	-	-	-	-
Lease liabilities	-	-	-	84.01	84.01	-	-	-	-
Trade payables	-	-	-	411.11	411.11	-	-	-	-
Other financial liabilities	-	-	-	56.38	56.38	-	-	-	-
Total financial liabilities	**-**	**-**	**-**	**4,020.92**	**4,020.92**	**-**	**-**	**-**	**-**

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As at March 31, 2026	Carrying value					Fair value			
	FVTPL	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total Fair Value
(A) Financial assets									
Non-current									
Investments	-	-	-	4.81	4.81	-	-	-	-
Other financial assets	-	-	-	96.21	96.21	-	-	-	-
Current									
Investments	17.75	-	17.75	-	17.75	17.75	-	-	17.75
Loans	-	-	-	110.76	110.76				
Trade receivables	-	-	-	2,408.74	2,408.74	-	-	-	-
Cash and cash equivalents	-	-	-	1,619.19	1,619.19	-	-	-	-
Other financial assets	3.85	-	3.85	1,311.73	1,315.58	-	3.85	-	3.85
Total financial assets	**21.60**	**-**	**21.60**	**5,551.44**	**5,573.04**	**17.75**	**3.85**	**-**	**21.60**
(B) Financial liabilities									
Non-current									
Borrowings	-	-	-	966.35	966.35	-	-	-	-
Lease liabilities	-	-	-	221.89	221.89	-	-	-	-
Current									
Borrowings	-	-	-	3,011.74	3,011.74	-	-	-	-
Lease liabilities	-	-	-	109.70	109.70	-	-	-	-
Trade payables	-	-	-	1,277.98	1,277.98	-	-	-	-
Other financial liabilities	-	-	-	76.56	76.56	-	-	-	-
Total financial liabilities	**-**	**-**	**-**	**5,664.22**	**5,664.22**	**-**	**-**	**-**	**-**

Note:-

The management assessed that fair value of investments, loans, derivative instruments, trade receivables, cash and cash equivalents, other financial assets, borrowings, trade payables, lease liabilities and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

For investments in mutual funds measured at Fair Value through Profit and Loss (FVTPL), the fair value represents net asset value as stated by the issuers of the mutual funds units in the published statements. Net Asset value represents the price at which the issuer will issue further units in the mutual fund and the price at which such units are redeemed.

33 Financial risk management objectives and policies

The key objective of the company's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor, and customer confidence and to ensure future development of its business. The Company is focused on maintaining a strong equity base to ensure independence, security, as well as financial flexibility for potential future borrowings, if required without impacting the risk profile of the Company.

Company's principal financial liabilities comprises of unsecured loans from Directors and their relatives, borrowings from banks and financial institutions, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance Company's operations and to overall foster growth. Company's principal financial assets include security deposits, trade and other receivables, balances with banks, cash and cash equivalents and other financial assets that the Company derives directly from its operations.

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(A) Market risk

Market risk refers to the possibility that changes in the market rates may have impact on the Company's profits or the value of its holding of financial instruments. The Company is exposed to market risks on account of change in foreign exchange rates and interest rates.

The sensitivity analysis in the following sections relate to the position as at March 31, 2026 March 31, 2025. The sensitivity of the relevant income statement item is the effect of the assumed changes in respective market risks. The following assumption have been made in calculating the sensitivity analysis:

(i) 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 changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Exposure to Interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expense		
Increase by 100 basis points	(36.56)	(5.43)
Decrease by 100 basis points	36.56	5.43

(ii) Foreign Currency risk

The Company's foreign currency risk arises from its foreign operations, investments in foreign subsidiary, foreign currency transactions and foreign currency loans given. The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Company.

Since a major part of the Company's revenue is in foreign currency and major part of the costs are in Indian Rupees, any movement in currency rates would have impact on the Company's performance. Consequently, the overall objective of the foreign currency risk management is to minimise the short term currency impact on its revenue and cash-flow in order to improve the predictability of the financial performance.

The company uses forward contracts to manage foreign currency risk and minimize the impact of exchange rate fluctuations on its cash flows. However, this contract does not qualify for hedge accounting treatment under the relevant accounting standards.

The major foreign currency exposures for the Company are denominated in GBP, USD & EURO. Additionally, there are transactions which are entered into in other currencies and are not significant in relation to the total volume of the foreign currency exposures.

The following table sets forth information relating to material foreign currency exposure from non-derivative financial instruments

As at March 31, 2026	GBP		US Dollar		Euro	
	₹	Foreign currency	₹	Foreign currency	₹	Foreign currency
Assets:						
Trade receivables	0.28	0.00	1,928.57	20.37	89.56	0.82
Loans	-	-	41.65	0.44	-	-
Total	**0.28**	**0.00**	**1,970.22**	**20.81**	**89.56**	**0.82**
Liabilities:						
Trade payables	0.24	0.00	277.10	2.93	-	-
Total	**0.24**	**0.00**	**277.10**	**2.93**	**-**	**-**

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As at March 31, 2025	GBP		US Dollar		Euro	
	₹	Foreign currency	₹	Foreign currency	₹	Foreign currency
Assets:						
Trade receivables	-	-	1,236.46	14.44	47.66	0.54
Loans	-	-	37.69	0.44	-	-
Total	**-**	**-**	**1,274.15**	**14.88**	**47.66**	**0.54**
Liabilities:						
Trade payables	-	-	70.59	0.82	-	
Total	**-**	**-**	**70.59**	**0.82**	**-**	**-**

Foreign currency sensitivity

The following table represents the sensitivity to a reasonably possible change in US Dollar and EURO exchange rates, with all other variables held constant. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as mentioned above and adjusts their translation at the year end for a 1% change in foreign currency rates. A positive number below indicates an increase in profit or equity and vice-versa.

Particulars	As at March 31, 2026	Currency	Increase / decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade Receivables	1,928.57	US Dollar	1%	(19.29)	19.29
Loans	41.65	US Dollar	1%	(0.42)	0.42
Trade payables	277.10	US Dollar	1%	2.77	(2.77)
Trade Receivables	89.56	Euro	1%	(0.90)	0.90
Trade payables	0.24	GBP	1%	-	-
Trade Receivables	0.28	GBP	1%	-	-

Particulars	As at March 31, 2025	Currency	Increase / decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade Receivables	1,236.46	US Dollar	1%	(12.36)	12.36
Loans	37.69	US Dollar	1%	(0.38)	0.38
Trade payables	70.59	US Dollar	1%	0.71	(0.71)
Trade Receivables	47.66	Euro	1%	(0.48)	0.48

Further, The Company has bought foreign exchange forward contracts to mitigate the risk of changes in exchange rate in foreign currency exposure. The counterparty for these contracts is generally a bank. The details of the outstanding foreign exchange forward contracts are as follows:

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	Currency	Foreign currency (In absolute)	Currency	Foreign currency (In absolute)
Receivables (forward contracts to sell)	US Dollar	10,00,000	US Dollar	6,38,264

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(All amounts in ₹ Millions, unless otherwise stated)

(B) 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 including investments, trade receivables and deposits with banks.

Trade receivables

All trade receivables are subject to credit risk exposure. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country, in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through established policies, controls relating to credit approvals and procedures for continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses.

Investments & Deposits with banks

With respect to investments, the Company limits its exposure to credit risk by investing in liquid securities with counter parties depending on their Composite Performance Rankings (CPR) published by Credit rating agencies. Bank deposits are placed with banks with high credit rating. The Company's investment policy lays down guidelines with respect to exposure per counterparty, credit rating, processes in terms of control and continuous monitoring. The Company therefore considers credit risks on such investments to be negligible.

(C) Liquidity risk

Liquidity risk refers to 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 asset. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company generates cash flows from operations to meet its financial obligations, maintains adequate liquid assets in the form of cash & cash equivalents and has undrawn short term line of credits from banks to ensure necessary liquidity.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

As at March 31, 2026	Carrying Value	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	3,978.09	3,011.74	723.35	243.00	3,978.09
Lease liabilities	331.59	109.70	196.67	25.22	331.59
Trade payables	1,277.98	1,277.98	-	-	1,277.98
Other financial liabilities	76.56	76.56	-	-	76.56

As at March 31, 2025	Carrying Value	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	3,306.27	2,013.77	765.85	526.65	3,306.27
Lease liabilities	247.16	84.01	163.15	-	247.16
Trade payables	411.11	411.11	-	-	411.11
Other financial liabilities	56.38	56.38	-	-	56.38

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(D) Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity, securities premium and reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents and other bank balances.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (Refer note 14(A))	3,978.09	3,306.27
Less: Cash & cash equivalents (Refer note 7(E))	1,619.19	45.15
Net debt#	**2,358.90**	**3,261.12**
Total capital	6,845.63	2,074.75
Capital & net debt	**9,204.53**	**5,335.87**
Gearing ratio	**26.00%**	**61.00%**

#Excluding lease liabilites

34 Statement of Party Disclosures

(A) Name of related parties having transactions and / or balances

(A.1)	**Key Management Personnel**	**Description of relationship**
	Indumati Arunbhai Parekh (up to 2ND May, 2025)	Non-Executive Director
	Udaykumar Arunkumar Parekh	Chairman & Managing Director
	Paras Mukundrai Parekh (appointed w.e.f. 2ND Septemeber, 2024)	Whole time Director & Chief Financial Officer
	Ketan Chandrakant Doshi (appointed w.e.f. 26TH October, 2024)	Independent Director
	Mahendra Tribhuvan Panchasara (appointed w.e.f. 26TH October, 2024)	Independent Director
	Punitbhai Mahendrabhai Sodha (appointed w.e.f. 6TH February, 2025)	Independent Director
	Vidhi Nishit Shah (appointed w.e.f. 6TH February, 2025)	Independent Director
	Dharmi A. Parekh (appointed w.e.f. 3RD May, 2025)	Non-Executive Director
	Bhoomi Manharbhai Vadhavana	Company Secretary & Compliance Officer
(A.2)	**Other related parties**	
	Parekh Udaybhai Arunkumar (HUF)	Relative of Key Managerial Personnel
	Dharmi A. Parekh (up to 2ND May, 2025)	Relative of Key Managerial Personnel
	Parekh Riddhi Paras	Relative of Key Managerial Personnel
	Indumati Arunbhai Parekh (w.e.f 3RD May, 2025)	Relative of Key Managerial Personnel

(A.3)	**Subsidiary companies**	
	Omnitech Group, Inc.	Wholly owned foreign subsidiary
	Novatro Techsolutions Private Limited	Subsidiary

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(B) Transactions with related parties

	Particulars	March 31, 2026	March 31, 2025
i	**Indumati Arunbhai Parekh**		
	Remuneration	-	2.25
	Loans & Advances:		
	Loan taken	5.30	0.80
	Loan repaid	13.09	0.75
	Sitting Fees	0.02	-
	Interest Expense	0.42	0.53
ii	**Udaykumar Arunkumar Parekh**		
	Remuneration	15.00	12.50
	Loans & Advances:		
	Loan taken	83.00	57.50
	Loan repaid	11.68	1.96
	Interest Expense	21.77	14.41
iii	**Parekh Udaybhai Arunkumar (HUF)**		
	Loans & Advances:		
	Loan repaid	14.51	-
	Interest Expense	1.12	1.26
iv	**Omnitech Group, Inc.**		
	Business development expense	119.65	77.29
	Interest income	2.34	2.58
	Sale of finished goods	541.53	293.58
	Sale of services	-	14.83
v	**Dharmi A. Parekh**		
	Salary	-	0.90
	Loans & Advances:		
	Loan taken	2.25	0.18
	Loan repaid	6.24	14.78
	Sitting Fees	0.03	-
	Interest Expense	0.11	1.38
vi	**Parekh Riddhi Paras**		
	Salary	-	0.90
	Loans & Advances:		
	Loan taken	0.28	-
	Loan repaid	7.35	0.09
	Interest Expense	0.29	0.65
vii	**Paras Mukundrai Parekh**		
	Remuneration	8.40	2.43

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

	Particulars	March 31, 2026	March 31, 2025
viii	**Novatro Techsolutions Private Limited**		
	Investment made during the yeaer	-	0.76
	Reimbursement of expenses (receivable)	-	0.11
	Advances		
	Loan given	66.96	-
	Loan recovered	0.24	-
	Interest income	2.39	-
ix	**Bhoomi Manharbhai Vadhavana**		
	Salary	1.39	1.04
x	**Ketan Chandrakant Doshi**		
	Sitting Fees	0.10	-
xi	**Mahendra Tribhuvan Panchasara**		
	Sitting Fees	0.13	-
xii	**Punitbhai Mahendrabhai Sodha**		
	Sitting Fees	0.09	-
xiii	**Vidhi Nishit Shah**		
	Sitting Fees	0.08	-

(C) Balance Outstanding

Net Outstanding Receivable	As at March 31, 2026	As at March 31, 2025
Omnitech Group, Inc. (Trade Receivables)	522.47	291.92
Novatro Techsolutions Private Limited (reimbursement of expenses)	-	0.11
Novatro Techsolutions Private Limited (Loan)	69.11	-
Omnitech Group, Inc. (Loan)	41.65	37.66
Omnitech Group, Inc. (Recoverable for warehouse deposit and other expenses)	4.07	3.68

Net Outstanding Payable	As at March 31, 2026	As at March 31, 2025
Indumati Arunbhai Parekh	-	7.37
Udaykumar Arunkumar Parekh	289.85	198.89
Parekh Udaybhai Arunkumar (HUF)	-	13.38
Dharmi A. Parekh	-	3.88
Paras Mukundrai Parekh	0.50	0.35
Parekh Riddhi Paras	-	6.78
Bhoomi Manharbhai Vadhavana	0.01	0.06
Omnitech Group, Inc.	155.03	69.07

(D) The secured borrowings are covered by personal guarantees of the directors and a relative of a director of the Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

Notes annexed to and forming part of the Standalone Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

35 Analytical Ratios

(a) As at and for the year ended March 31, 2026

Ratios	Numerator	Denominator	March 31, 2026	March 31, 2025	% change	Reason for variation
Current ratio	Current assets	Current liabilities	1.93	1.28	50.73%	Increase in current ratio is mainly attributable to increase in cash and cash equivalents consequent to receipt of Initial Public Offering (IPO) proceeds during the year, resulting in increase in current assets compared to current liabilities.
Debt equity ratio	Total debt	Total equity	0.58	1.59	(63.53%)	Decreased on account of issue of new equity shares through Initial Public Offering (IPO) amounting to ₹ 4,180.00 million (including securities premium) during financial year 2025-26.
Debt service coverage ratio	Earnings available for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease payments + Principal repayments	1.48	2.87	(48.27%)	Decreased due to higher re-payment of borrowings during FY 2025-26 as of one the object of IPO was to repay ₹ 500 million
Return on equity	Profit / (loss) attributable to owners of the Company	Total equity	11.28%	21.01%	(46.33%)	Decreased on account of issue of new equity shares through Initial Public Offering (IPO) amounting to ₹ 4,180.00 million (including securities premium) during financial year 2025-26.
Inventory turnover ratio	Revenue from Operations (Net)	Inventory	1.68	2.01	(16.59%)	Not a major variance
Trade receivable turnover ratio	Revenue from Operations (Net)	Trade receivable	2.12	2.41	(12.00%)	Not a major variance
Trade Payable turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Trade payables	2.35	4.89	(51.91%)	Decreased due to increase in the amount of outstanding trade payables from ₹ 411.11 million to ₹ 1,277.98 million as at reporting dates.
Net capital turnover ratio	Revenue from Operations (Net)	Working capital = Current assets – Current liabilities	1.19	4.47	(73.42%)	Decreased majorly on account of unutilised IPO proceeds being invested in deposits as at reporting period. The same has been considered as a part of current assets.
Net profit percentage	Profit after tax	Revenue from Operations (Net)	15.09%	12.64%	19.34%	Not a major variance
Return on capital employed	Earnings before interest and taxes	Capital employed = Shareholder's Equity + Non Current Borrowing	18.52%	25.27%	(26.71%)	Decreased on account of issue of new equity shares through Initial Public Offering (IPO) amounting to ₹ 4,180.00 million (including securities premium) during financial year 2025-26.
Return on Investment	Earnings before interest and taxes	Total Assets	11.39%	13.48%	(15.52%)	Not a major variance

OMNITECH

36 Details of loan given and investment made under Section 186(4) of the Companies Act, 2013

Name of the Company	Purpose	Nature	As at March 31, 2026	As at March 31, 2025
Omnitech Group, Inc.	Business	Loan	41.65	37.66
Novatro Techsolutions Private Limited	Business	Investment	0.76	0.76
Novatro Techsolutions Private Limited	Business	Loan	69.11	-

37 Other statutory information

a The Company has not carried out any revaluation of property, plant and equipment in any of the period reported in this Standalone financial statements hence reporting is not applicable.

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

c As per sanctioned letter issued by Banks, the Company is required to submit stock statement to banks on quarterly basis. As per comparison made of the stock statement vis-a-vis books of account, there are no material difference noted.

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

e There no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.

f The Company does not have any 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).

g 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:

(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

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

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

j The Company is not declared as wilful defaulter by any bank or financial institution.

k The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

l There are no scheme of arrangements which have been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the reporting period.

m The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

n The Company has neither declared nor paid any dividend during the reporting period.

38 The Company has maintained its stock records in a third party software. In absence of an independent auditor's system and organization controls report covering the requirement of audit trail (at database level), there is no conclusive evidence that whether audit trail feature at the database level was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered with.

39 ₹ 3,917.41 Millions have been received in the Escrow account (net off estimated offer expenses ₹ 262.59 Millions) from proceeds of fresh issue of equity shares. Further, the fund raised from Offer for sale were remitted to the selling shareholders (net off estimated offer expenses borne / to be borne by the selling shareholders). The utilisation of the net proceeds is summarised as below:

Objects of the issue as per prospectus	Amount to be utilised as per prospectus	Utilisation up to March 31, 2026	Unutilised amount up to March 31, 2026
Repayment and/ or pre-payment, in full or in part, of certain outstanding borrowings availed by our Company	500.00	500.00	-
Funding towards Setting up New Projects at:			-
(i) Proposed facility 1	1,328.44	47.03	1,281.41
(ii) Proposed facility 2	1,007.14	50.66	956.48
Funding towards Capital Expenditure for purchase and installation of solar panels on the roof-top at existing facility 2 and purchase of new equipment / machinery for existing facility 2	186.98	58.06	128.92
General corporate purposes	894.85	511.97	382.88
Total (A)	**3,917.41**	**1,167.72**	**2,749.69**

Note:

The net unutilised offer proceeds were temporarily invested in deposits with commercial banks. Interest earned on such deposits are in the fixed deposits.

During the quarter ended March 31, 2026, the Company has received reimbursement amounting to ₹92.81 million from the Public Account for the issue expenses already incurred and paid. Further, the Company has paid total of ₹93.97 million (34.56 million and ₹59.41 million) directly from the Monitoring Account and Public Account respectively during the reporting period.

40 No significant subsequent events have been observed which may require an adjustment / disclosure to the standalone financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Omnitech Engineering Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Omnitech Engineering Limited** ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), which comprises of the consolidated balance sheet as at March 31, 2026 and the consolidated statement of Profit and Loss (including other comprehensive income), and the consolidated statement of changes in equity and consolidated statement of cash flows for the year ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, and its consolidated profit, total consolidated comprehensive income, its consolidated cash flows and the 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 (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the 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 for the financial year ended March 31, 2026. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key Audit Matter	Auditor's Response
Revenue Recognition	Our procedures included the following:
Revenue is derived primarily from sale of goods. The Holding Company manufactures specialized forged and machined products as per specifications provided by its customers. Revenue from sale of goods is recognized at a point in time when control of the asset is transferred to the customer.	We assessed the appropriateness of the Holding Company's accounting policies for revenue recognition by comparing with applicable accounting standards. We evaluated the design, implementation and operating effectiveness of key internal controls over recognition of revenue. We tested on a sample basis, key customer contracts to identify terms and conditions relating to transfer of control.

Key Audit Matter	Auditor's Response
The timing of revenue recognition is relevant to the reported performance of the Holding Company. Revenue recognition has been identified as a key audit matter as there could be incentives or external pressures to meet expectations resulting in revenue being overstated or recognized before the control has been transferred.	On a sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents to assess whether revenue is recognized appropriately when control is transferred. We tested, on a sample basis specific revenue transaction recorded closer to the year end and after the financial year-end date to assess whether revenue is recognized in the correct period. We performed analytical procedures to identify any unusual variances & corroborate the reasons for the same.

Other information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and auditor's report thereon. The Holding Company's annual 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, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective company(ies)and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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 Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective company(ies) to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective company(ies).

Auditor's Responsibilities 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 control 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 Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 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 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 of which we are the independent auditors, 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 included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the 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 control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2026 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

The Holding Company's management has converted the financial statements of a subsidiary located outside India from accounting principles generally accepted in its respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on report issued by us and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on these consolidated financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit of separate financial statement of the Holding Company, we give in the 'Annexure–A' a statement on the matters specified in paragraphs 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit, 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 consolidation of the financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2(h)(vi) below on reporting under Rule 11(g);

c. The consolidated balance sheet, the consolidated statement of profit and loss, the consolidated cash flow statement and consolidated statement of changes in equity dealt with by this Report are in agreement with the 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

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

f. With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B' which is based on the auditors' reports of the Holding company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of that company;

g. With respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid / provided by the Holding Company to its director's during year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

h. The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   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, as noted in the 'Other matter' paragraph:

   ii. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated financial statements – Refer Note 29 to the consolidated financial statements;

   iii. The Group did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;

   iv. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary, incorporated in India during the year ended March 31, 2026.

   v. a. The respective managements of the Holding Company and its subsidiaries, which are the company incorporated in India have represented to us, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or its subsidiary ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

      c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us for companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our attention 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.

   vi. The Group has not declared any dividend during the year hence reporting under this clause is not applicable.

   vii. Based on our examination, which included test checks, the Holding Company and its subsidiary incorporated in India have used accounting software for maintaining its books of account for the year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except in Holding Company:

- in respect of an operational software for maintenance of stock records, operated by third party software service provider, in the absence of an independent auditor's system and organization controls report covering the requirement of audit trail (at database level), we are unable to comment whether audit trail feature at the database level was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered with.

In respect of one foreign subsidiary, the requirement relating to maintenance of books of account using accounting software having an audit trail (edit log) facility is not applicable in accordance with the laws and regulations applicable to such subsidiary.

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

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594ACMAFW4756

Place: Rajkot
Dated: May 25, 2026

Annexure–A to Independent Auditor's Report

(Referred to in paragraph 1 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 Group 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:

(xxi) There are no qualification(s) or adverse remark(s) by respective auditors in Companies (Auditors Report) Order, 2020 reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594ACMAFW4756

Place: Rajkot
Dated: May 25, 2026

Annexure–B to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Omnitech Engineering Limited of even date]

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

Opinion

We have audited the internal financial controls over financial reporting of Omnitech Engineering Limited ('the Holding Company') as of March 31, 2026 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

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

Managements and Board of Directors' Responsibilities for Internal Financial Controls

The respective Board of Directors of the companies included in the Group which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective 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 (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.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to 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 financial statements were 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 consolidated 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 financial statements.

Meaning of Internal Financial Controls over Financial Reporting

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 authorizations of management and directors of the company and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls 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 controls 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.

Other Matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements, in so far as it relates to separate financial statements of its subsidiaries, which are companies incorporated in India, is of such subsidiaries incorporated in India. Our opinion is not modified in respect of this matter.

For, Dhirubhai Shah & Co LLP
Chartered Accountants
Firm Registration Number: 102511W/W100298

Anik S Shah
Partner
Membership Number: 140594
ICAI UDIN: 26140594ACMAFW4756

Place: Rajkot
Dated: May 25, 2026

CONSOLIDATED BALANCE SHEET
as at 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	2,861.67	2,036.71
Capital work-in-progress	4	169.26	256.12
Right to use assets	5	456.26	373.95
Intangible assets	6	9.46	9.75
Intangible assets under development	6	74.62	9.38
Financial assets			
i) Other financial assets	7(C)	98.09	80.10
Deferred tax assets (net)	8(C)	58.88	20.78
Other non-current assets	9	142.11	50.25
Total non-current assets		**3,870.35**	**2,837.04**
Current assets			
Inventories	10	3,145.36	1,791.42
Financial assets			
i) Investments	7(A)	17.75	24.39
ii) Loans	7(B)	-	0.03
iii) Trade receivables	7(D)	2,137.99	1,280.65
iv) Cash and cash equivalents	7(E)	1,637.99	51.33
v) Other financial assets	7(C)	1,311.51	0.99
Other current assets	11	426.87	277.47
Total current assets		**8,677.47**	**3,426.28**
Total assets		**12,547.82**	**6,263.32**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12	618.33	526.25
Other equity	13(A)	6,178.88	1,510.16
Equity attributable to the equity holders of the parent company		**6,797.21**	**2,036.41**
Non controlling interest	13(B)	(0.25)	0.02
Total equity		**6,796.96**	**2,036.43**
Non-current liabilities			
Financial liabilities			
i) Borrowings	14(A)	966.35	1,292.50
ii) Lease liabilities	5(D)	236.76	201.27
Provisions	15	36.59	24.67
Total non-current liabilities		**1,239.70**	**1,518.44**
Current liabilities			
Financial liabilities			
i) Borrowings	14(A)	3,011.74	2,013.77
ii) Lease liabilities	5(D)	132.35	102.65
iii) Trade payables			
(a) Total outstanding dues of micro and small enterprises	14(B)	612.90	197.71
(b) Total outstanding dues of creditors other than micro and small enterprises	14(B)	510.82	147.03
iv) Other financial liabilities	14(C)	81.57	56.67
Provisions	15	27.88	8.39
Other current liabilities	16	45.97	73.80
Current tax liabilities (net)	17	87.93	108.43
Total current liabilities		**4,511.16**	**2,708.45**
Total equity and liabilities		**12,547.82**	**6,263.32**
Material accounting poicies	3		

The accompanying notes referred to above formed an integral part of the consolidated financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468
Place : Rajkot
Date : May 25, 2026

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I	Income			
	Revenue from operations	18	5,112.99	3,429.13
	Other income	19	245.13	67.93
	Total income (I)		**5,358.12**	**3,497.06**
II	Expenses			
	Cost of materials consumed	20	1,947.11	1,248.84
	Changes in inventories of finished goods and work-in-progress	21	(733.31)	(436.23)
	Employee benefits expenses	22	840.46	550.22
	Finance costs	23	394.83	297.34
	Depreciation and amortization expenses	24	481.64	385.19
	Other expenses	25	1,347.66	889.83
	Total expenses (II)		**4,278.39**	**2,935.19**
III	Profit before tax and exceptional items (I-II)		1,079.73	561.87
IV	Exceptional Items (Net)	28	1.00	-
V	Profit before tax and after exceptional items (III-IV)		**1,078.73**	**561.87**
VI	Tax expenses			
	Current tax	8(A)	308.31	134.29
	Deferred tax charge/(credit)	8(A)	(38.90)	(11.84)
	Adjustment of tax related to earlier years	8(A)	15.95	0.77
	Total tax expense (VI)		**285.36**	**123.22**
VII	Profit for the year (V-VI)		**793.37**	**438.65**
VIII	Other comprehensive income/(loss)			
	Items that will not be reclassified to profit or loss			
	Re-measurement gains/(losses) on defined benefit plans	26	3.17	(1.33)
	Tax relating to items that will not be reclassified to profit and loss	26	(0.80)	0.34
			2.37	**(0.99)**
	Items that will be reclassified to statement of profit or loss:			
	Exchange differences on translation of financial statements of foreign operations	26	(31.75)	(14.60)
	Other comprehensive income / (loss) for the year (VIII)		**(29.38)**	**(15.59)**
IX	Total comprehensive income for the year (VII+VIII)		**763.99**	**423.06**
	Profit for the year - attributable to :			
	Owners of parent		793.64	438.87
	Non controlling interest		(0.27)	(0.22)
	Profit for the year		**793.37**	**438.65**
	Other comprehensive income - attributable to :			
	Owners of parent		(29.38)	(15.59)
	Non controlling interest		-	-
	Other comprehensive income		**(29.38)**	**(15.59)**
	Total comprehensive income - attributable to :			
	Owners of parent		764.26	423.28
	Non controlling interest		(0.27)	(0.22)
	Total comprehensive income		**763.99**	**423.06**
X	**Earnings per equity share**			
	(Face value of ₹ 5 per share)			
	Basic	27	7.45	4.26
	Diluted	27	7.45	4.26
	Material accounting poicies	3		

The accompanying notes referred to above formed an integral part of the consolidated financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468
Place : Rajkot
Date : May 25, 2026

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A.	**Operating activities**		
	Profit before tax	**1,078.73**	**561.87**
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization expenses	481.64	385.19
	Profit on sale of investment	(1.19)	-
	Fair value gain on financial instruments at fair value through profit or loss	(4.13)	(2.81)
	Interest income	(14.79)	(2.67)
	Interest component of lease liabilities	25.72	18.02
	Finance costs (excluding interest component of lease liabilities)	369.11	279.32
	Foreign exchange translation reserve	(31.75)	(14.60)
	Re-measurement gains/(losses) on defined benefit plans	3.17	(1.33)
	Operating profit before working capital changes	**1,906.51**	**1,222.99**
	Working capital adjustments :		
	(Increase) in trade receivables	(857.34)	(845.75)
	(Increase) in inventories	(1,353.94)	(876.95)
	(Increase) in current financial assets	(1.90)	(0.03)
	(Increase) in non current financial assets	(26.45)	(41.49)
	(Increase) / decrease in other assets	(149.40)	(172.89)
	Increase / (decrease) in trade payables	778.98	42.01
	Increase in provisions	31.41	10.92
	Increase in financial liabilities	24.90	19.10
	Increase in other liabilities	(26.27)	66.09
	Cash generated from / (used in) operations	**326.50**	**(576.00)**
	Income tax paid (net of refund)	(346.32)	(113.85)
	Net cash flows (used in) / generated from operating activities (A)	**(19.82)**	**(689.85)**
B.	**Investing activities :**		
	Purchase of property, plant and equipment, capital work in progress and intangible assets including capital advances	(1,269.15)	(747.84)
	Proceeds from sale of investments	8.12	-
	Proceeds from loan recovered	0.03	-
	Investments in bank deposits	(1,304.77)	-
	Interest received	14.79	2.67
	Net cash flows (used in) investing activities (B)	**(2,550.98)**	**(745.17)**
C.	**Financing activities :**		
	Proceeds from issue of equity shares	4,180.00	818.38
	Share issue expenses	(183.46)	-
	Proceeds from issue of shares to non-controlling interests	-	0.24
	Proceeds from borrowings	1,427.73	3,050.44
	Repayment of borrowings	(755.88)	(2,049.01)

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Finance costs (excluding interest component of lease liabilities)	(369.11)	(279.32)
Repayment of principal portion of lease liabilities	(141.82)	(77.18)
Net cash flows (used in) / from financing activities (C)	**4,157.46**	**1,463.55**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**1,586.66**	**28.53**
Cash and cash equivalents at the beginning of the year	51.33	22.80
Cash and cash equivalents as at year end	**1,637.99**	**51.33**

Cash and cash equivalents comprise:

	As at March 31, 2026	As at March 31, 2025
Cash on hand	4.57	1.55
Balance with banks	1,633.42	49.78
	1,637.99	**51.33**

(1) The above Consolidated Financial Statements of Cash Flows has been prepared under the "Indirect Method" as set out in the Ind AS 7 - Statement of Cash Flows.

(2) Changes in liabilities arising from financing activities :

Particulars	As at April 01, 2024	Cash Flows (Net)	Non-cash Changes		As at March 31, 2025
			Net Addition	Other Adjustments	
Lease liabilities (non-current and current liabilities) (Refer note 5)	312.86	(77.18)	18.02	50.22	303.92
Borrowings (Refer note 14 (A))	2,304.87	1,001.40	-	-	3,306.27
	2,617.73	924.22	18.02	50.22	3,610.19

Particulars	As at April 01, 2025	Cash Flows (Net)	Non-cash Changes		As at March 31, 2026
			Net Addition	Other Adjustments	
Lease liabilities (non-current and current liabilities) (Refer note 5)	303.92	(141.82)	25.72	181.29	369.11
Borrowings (Refer note 14 (A))	3,306.27	671.85	-	-	3,978.12
	3,610.19	124.67	25.72	181.29	4,347.23

Material accounting poicies 3

The accompanying notes referred to above formed an integral part of the consolidated financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

A) Equity share capital

Particulars	No. of shares (in millions)	₹ millions
For the year ended March 31, 2025		
Equity shares of ₹ 5 each issued, subscribed and fully paid		
As at April 01, 2024	100.00	500.00
Changes in the equity share capital during the year [refer Note - 12(c)]	5.25	26.25
As at March 31, 2025	**105.25**	**526.25**
For the year ended March 31, 2026		
Equity shares of ₹ 5 each issued, subscribed and fully paid		
As at April 01, 2025	105.25	526.25
Changes in the equity share capital during the year [refer Note - 12(c)]	18.42	92.08
As at March 31, 2026	**123.67**	**618.33**

B) Other equity

Particulars	Reserves and surplus		Other comprehensive income/ (loss)	Equity attributable to the equity holders of the parent company	Non controlling interest	Total
	Retained earnings	Securities premium	Foreign exchange translation reserve			
As at April 01, 2024	**288.09**	**-**	**6.66**	**294.75**	**-**	**294.75**
Add: Profit for the year attributable to owners of parent	438.87	-	-	438.87	-	438.87
Other comprehensive income/ (loss) for the year (net of taxes)	(0.99)	-	(14.60)	(15.59)	-	(15.59)
Issue of equity shares	-	792.13	-	792.13	-	792.13
Equity participation–non-controlling interest	-	-	-	-	0.24	0.24
Loss pertaining to non-controlling interest	-	-	-	-	(0.22)	(0.22)
As at March 31, 2025	**725.97**	**792.13**	**(7.94)**	**1,510.16**	**0.02**	**1,510.18**
As at April 01, 2025	**725.97**	**792.13**	**(7.94)**	**1,510.16**	**0.02**	**1,510.18**
Add: Profit for the year attributable to owners of parent	793.64	-	-	793.64	-	793.64
Other comprehensive income/ (loss) for the year (net of taxes)	2.37	-	(31.75)	(29.38)	-	(29.38)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	Reserves and surplus		Other comprehensive income/ (loss)	Equity attributable to the equity holders of the parent company	Non controlling interest	Total
	Retained earnings	Securities premium	Foreign exchange translation reserve			
Issue of equity shares	-	4,087.92	-	4,087.92		4,087.92
Share issue expenses	-	(183.46)	-	(183.46)	-	(183.46)
Loss pertaining to non-controlling interest	-	-	-	-	(0.27)	(0.27)
As at March 31, 2026	**1,521.98**	**4,696.59**	**(39.69)**	**6,178.88**	**(0.25)**	**6,178.63**

Material accounting poicies 3

The accompanying notes referred to above formed an integral part of the consolidated financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

1. Corporate Information

Omnitech Engineering Limited ('the Company or 'Holding Company' or 'Parent') is a public company domiciled in India. The Company is a manufacturer of turned and machined parts, focusing on precision engineering for various industries. The company was initially a partnership firm but transitioned to a company effect from 9TH August, 2021 with its registered office in Gujarat, India. The company has its registered place of business at Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika Industrial Estate, Kalawad Road, Metoda, Rajkot – 360021.

The list of subsidiary companies considered for consolidation together with the proportion of shareholding held by the Holding Company is as follows. The Company and its subsidiaries to be referred together as "the Group".

Name of the Company	Relationship	Country of Incorporation	As at March 31, 2026	As at March 31, 2025
Omnitech Group, Inc.	Subsidiary	United States of America	100%#	100%#
Novatro Techsolutions Private Limited	Subsidiary	India	75.99%	75.99%

#Omnitech Group, Inc. is a wholly owned foreign subsidiary of its holding company. One share is held by a nominee shareholder i.e. Udaykumar Arunkumar Parekh on behalf of the holding company to satisfy the statutory minimum membership requirement, and the beneficial interest in such share vests with the holding company. Accordingly, the nominee shareholder does not have any beneficial interest in the said share.

Omnitech Group Inc. is a wholly-owned subsidiary of the company. The Company was incorporated in the United Stated of America during fiscal year 2022 to provide liaison, logistical, marketing, and other support to Holding Company in the United States of America.

Novatro Techsolutions Private Limited is a company incorporated on 03RD December, 2024 under the Companies Act, 2013. The Company is primarily engaged in the business of providing Software related services.

The Group's Consolidated Financial Statements for the year ended March 31, 2026 were approved for issue in the meeting of the Board of directors held on May 25, 2026.

2. Basis of Preparation and summary of Material accounting policies

2.1 Basis of preparation and presentation

The Consolidated Financial Statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Consolidated financial statements

The consolidated financial statements have been prepared on a historical cost basis, except for the

assets and liabilities which have been measured at fair value or other amount, as required by applicable accounting guidance.

The Consolidated Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, and on accrual basis. The Group has prepared these statements on the basis that it will continue to operate as a going concern. (refer accounting policy regarding financial instruments).

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle of 12 months. The Statement of cash flows has been prepared under indirect method.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is also the functional currency. All the amounts have been rounded off to the nearest ₹ Million, unless otherwise indicated.

2.3 Use of accounting estimates and judgements

The preparation of financial statements is in conformity with the recognition and measurement principles of Ind AS which requires management to make critical judgements, estimates and assumptions that affect the reporting of assets, liabilities, income and expenditure. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis and any revisions to the estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amount of assets and liabilities within the next financial year, is in respect of:

- Useful lives of property, plant and equipment
- Impairment of intangible asset
- Provisions & contingent liabilities
- Valuation of inventories

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

- Employee benefits
- Impairment of financial assets

2.4 Basis of measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if the market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

A. Level 1–quoted (unadjusted) market prices in active markets for identical assets or liabilities.

B. 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).

C. Level 3–inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.5 Basis of consolidation

The Consolidated Financial Statements comprise of financial information of the group and its subsidiary(ies) as at March 31, 2025 and March 31, 2024. Control is achieved when the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee).
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

These Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the Consolidated Financial Statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the Consolidated Financial Statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial statements as of the same date as the financial statements of the Holding company to enable the Holding company to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

3. Material accounting policies

3.1 Property, plant and equipment ('PPE')

a) Recognition and measurement

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and any accumulated impairment losses. The cost of fixed assets comprises of its purchase price, non-refundable taxes & levies, freight and other incidental expenses related to the acquisition and installation of the respective assets. Borrowing cost attributable to financing of acquisition or construction of the qualifying fixed assets is capitalized to respective assets when the time taken to put the assets to use is substantial.

When major items of property, plant and equipment like tooling or a separate identifiable machinery spare part, have different useful lives, they are accounted for as separate items to respective asset block. The cost of replacement of any property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit associated with the item will flow to the Group and its cost can be measured reliably.

Pre-operative expenditure comprising of revenue expenses incurred in connection with project implementation during the period up to commencement of commercial production are treated as part of the project costs and are capitalized. Such expenses are capitalized only if the project to which they relate, involve substantial expansion of capacity or upgradation.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from its use. Difference between the sales proceeds and the carrying amount of the asset is recognized in statement of profit and loss.

b) Depreciation

Depreciation on property, plant and equipment is provided using written down value method based on useful life of the assets estimated by the management, which are in line with the useful lives as prescribed in Part C of Schedule II of the Act. The estimated useful lives, residual values and depreciation method are reviewed at each financial year-end and changes in estimates, if any are accounted for on a prospective basis.

The Group, based on technical assessment made by management, depreciates tooling assets over estimated useful life of 3 years which is different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the tooling assets are likely to be used. Accordingly, for these assets, the useful lives estimated by the Group are different from those prescribed in the Schedule II.

Furniture & fixtures	10 years
Office equipment	5 years
Plant & Machineries	15 years
Computers	3 years
Tooling	3 years
Factory Building	60 years
Motor Vehicles	10 years

c) Expenditure during construction period

Capital work-in-progress (CWIP) includes cost of PPE under installation/ under construction, net of accumulated impairment loss, if any, as at the balance sheet date. Expenditure/ income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction.

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

Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital advances under “Other non-current Assets”.

3.2 Intangible Assets

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

Intangible assets not ready for the intended use on the date of the balance sheet are disclosed as intangible assets under development.

In respect of intangible assets acquired / purchased during the year, amortization is provided on a pro-rata basis from the date on which such asset is ready to use.

Intangible assets are amortized using written down value method over the estimated useful life as prescribed in Part C of Schedule II of the Act is given below.

Trademark	10 years
Software	5 years

3.3 Financial Instruments

A. Financial Assets

i. Initial recognition and measurement :

Financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and Subsequent measurement :

For purposes of subsequent measurement, financial assets are classified in following categories:

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a) at amortized cost; or

b) at fair value through other comprehensive income; or

c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- **Amortized Cost**

  Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

- **Fair value through other comprehensive income (FVOCI)**

  Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- **Fair value through profit or loss (FVTPL)**

  Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

  Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets. A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

  - the asset is held within a business model whose objective is to hold assets 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.

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

  Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in profit or loss.

  Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

iii. Derecognition of financial assets:

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e. removed from the Group's balance sheet) when:

o The rights to receive cash flows from the asset have expired, or

o The Group has transferred its rights to receive cash flows from the asset

When the Group has transferred an asset, the

Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Group has retained substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the Group has neither transferred a financial asset nor retains asset is derecognized if the Group has not retained control over the financial asset. Where the Group has retained control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

iv. Impairment:

At each balance sheet date, the Group assesses whether a financial asset is to be impaired. Ind AS 109 requires the Group to apply expected credit loss model for recognition and measurement of impairment loss. In determining the allowances for doubtful trade receivables, the Group 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 is adjusted for forward looking information. The impairment loss is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

B. Financial Liabilities

i. Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and at amortized cost, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

ii. Subsequent measurement:

The measurement of financial liabilities depends on their classification, as described below. This is the category most relevant to the Group. After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

iii. Derecognition:

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled or waived off or have expired. An exchange between the Group and the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Offsetting of financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Written – off:

The gross carrying amount of a financial asset is written off (either partially or in full) when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the writeoff. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

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C. Derivative financial instruments

The Group enters into derivative financial instruments to manage its foreign exchange rate risk. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in the statement of profit and loss immediately.

3.4 Employee benefits

A. Short-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, including nonmonetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured on an undiscounted basis at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

B. Other long-term employee benefit obligations

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

C. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

D. Defined benefit plans

The Group operates an unfunded defined benefit gratuity plan in India. The Group's net obligation in respect of gratuity, which is defined benefit plan, is calculated using the projected unit credit method and the same is carried out by qualified actuary. The current service cost and interest on the net defined benefit liability / (asset) is recognized in the statement of profit and loss. Past service cost is immediately recognized in the statement of profit and loss. Actuarial gains and losses net of deferred taxes arising from experience adjustment and changes in actuarial assumptions are recognized in other comprehensive income in the period in which they arise.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognizes the following changes in the net defined benefit obligation as an expense in the Statement of Profit and Loss:

i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

ii) Net interest expense or income

3.5 Revenue from contract with customer

Sale of goods

Revenue is recognized upon transfer of control of promised goods to customers in an amount that

reflects the consideration which the Group expects to receive in exchange for those goods. Contracts for the sale of goods provide customers with a customary right of return in case of defects, quality issues etc. The rights of return give rise to variable consideration.

Revenue from the sale of goods is recognized at the point in time when control is transferred to the customer, which is determined based on contracts with the customers.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and estimated returns as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government.

Sales return is variable consideration that is recognized and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience, projected market conditions and certain factual data in relation to actual returns received in terms of delivery of short quantities and rejection on account of quality issue.

Sale of Services

The Group renders job work services and tooling income that are provided separately. The Group recognizes

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revenue from sale of services at a point in time, when products are sent to the customer after completion.

Other operating revenue – export incentives

Export incentives are recognized as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Other income

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head 'Other Income' in the Statement of Profit and Loss.

Profit on sale/redemption of investments is recognized as and when the investments are sold or redeemed. Profit is determined as the difference between the sale/ redemption proceeds and the carrying amount of the investments. Such income is included under the head 'Other Income' in the Statement of Profit and Loss.

3.6 Income Taxes

A. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income.

Current income tax relating to items recognized outside profit and loss is recognized outside profit and loss (either in other comprehensive income or in equity).

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously. Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

B. Deferred taxes

Deferred income taxes reflect the impact of temporary differences between tax base of assets and liabilities and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except deferred tax liability arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses, except deferred tax assets arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized only to the extent that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority. Deferred tax relating to items recognized outside the statement of profit and loss is recognized in correlation to the underlying transaction either in OCI or directly in equity.

3.7 Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, 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 applies a single recognition and measurement approach for all leases, except for short term leases. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right to use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses,

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and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short term leases

The Group applies the short-term lease recognition exemption to its properties (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense in profit and loss.

3.8 Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the year. The Group did not have any potentially dilutive securities in any of the years presented.

3.9 Impairment of non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. 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 cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than it carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss to such extent. When an impairment loss subsequently reverses, the carrying amount of the asset (or a CGU) is increased to the revised estimate of its recoverable amount, such that the increase in the carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in statement of profit and loss.

3.10 Provisions and Contingent Liabilities

a) Provision

Provisions are recognized when the Group has a present obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions are discounted to their present values, where the time value of money is material.

Warranties

A provision for warranties is recognized when the underlying products are sold. The provision is based on technical evaluation, historical warranty data and a weighting of all possible outcomes by their associated probabilities. A liability is recognized at the time the product is sold. The Group does not provide any extended warranties to its customers.

b) **Contingent Liabilities:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

c) **Contingent Assets:**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by- the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Group does not recognize the contingent asset in its consolidated financial statements since this may result in the recognition of income that may never be realized. Where an inflow of economic benefits is probable, the Group disclose a brief description of the nature of contingent assets at the end of the reporting period. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and the Group recognize such assets. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

3.11 Cash and cash equivalents

The Group considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks and which are unrestricted for withdrawal and usage.

3.12 Foreign currency transactions

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

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

3.13 Inventories

Inventories are measured at the lower of cost and net realizable value. The cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials and stores and spares (valued at cost): cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Finished goods and work in progress: cost includes cost of direct materials and labor and a proportion of manufacturing overheads absorbed based on the normal operating capacity, but excludes borrowing costs. Cost is determined on first in, first out (FIFO) basis.

Packing Materials and other products (valued at cost) are determined on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products.

3.14 Segment Reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Managing Director of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the Chief Operating Decision Maker (CODM). All operating segments'

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operating results are reviewed regularly by the CODM to make decisions about resources to be allocated and assess their performance.

3.15 Borrowing cost

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

3.16 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial information. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

3A. Recent accounting pronouncement

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. April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or noncurrent 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 Group has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 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 financial statements.

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(All amounts in ₹ Millions, unless otherwise stated)

4 Property, plant and equipment

Particulars	Freehold land	Leasehold land	Building	Office Equipment	Computer	Furniture	Plant & Machinery	Electrical Installations & Equipment	Motor Vehicles	Total	Capital work in Progress
Gross carrying amount											
As at April 01, 2024	**18.36**	**-**	**754.78**	**12.16**	**25.49**	**138.06**	**1,089.26**	**90.48**	**31.98**	**2,160.57**	**-**
Additions	38.76	-	33.18	3.22	14.98	18.34	399.34	20.50	21.65	549.97	302.59
Disposal/Transfer	-	-	-	-	-	-	-	-	-	-	(46.47)
As at March 31, 2025	**57.12**	**-**	**787.96**	**15.38**	**40.47**	**156.40**	**1,488.60**	**110.98**	**53.63**	**2,710.54**	**256.12**
Additions	-	351.67	25.10	7.41	22.03	6.59	775.83	27.73	19.81	1,236.17	552.93
Disposal/Transfer	-	-	-	-	-	-	-	-	-	-	(639.79)
As at March 31, 2026	57.12	351.67	813.06	22.79	62.50	162.99	2,264.43	138.71	73.44	3,946.71	169.26
Accumulated depreciation											
As at April 01, 2024	**-**	**-**	**21.14**	**6.70**	**11.19**	**22.55**	**254.61**	**7.36**	**11.29**	**334.84**	**-**
Charge for the year	-	-	41.18	3.28	14.02	32.54	211.32	25.38	11.27	338.99	-
Disposal/Transfer	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	**-**	**-**	**62.32**	**9.98**	**25.21**	**55.09**	**465.93**	**32.74**	**22.56**	**673.83**	**-**
Charge for the year	-	-	39.76	4.08	16.12	27.03	285.57	24.60	14.05	411.21	-
Disposal/Transfer	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2026	-	-	102.08	14.06	41.33	82.12	751.50	57.34	36.61	1,085.04	-
Net Block											
As at March 31, 2025	**57.12**	**-**	**725.64**	**5.40**	**15.26**	**101.31**	**1,022.67**	**78.24**	**31.07**	**2,036.71**	**256.12**
As at March 31, 2026	**57.12**	**351.67**	**710.98**	**8.73**	**21.17**	**80.87**	**1,512.93**	**81.37**	**36.83**	**2,861.67**	**169.26**

Notes:

i) Refer to note 14A for information on property plant and equipment pledged as security by the Company.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

ii) **Capital work in progress (CWIP) ageing schedule**

As at March 31, 2025	Amount in CWIP for a year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	256.12	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**256.12**	**-**	**-**	**-**

As at March 31, 2026	Amount in CWIP for a year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	169.26	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**169.26**	**-**	**-**	**-**

#There are no projects where activity has been suspended. Also, there are no projects as on March 31,2026 and March 31, 2025 where completion is overdue or which has exceeded cost as compared to its original plan.

5 Right to use assets & Lease Liabilities

(A) The Group's leased assets primarily consists of lease for factory sheds, warehouse and plant and machinery having lease term of 3-7 years. The Group recorded the lease liability at the present value of the remaining lease payments discounted at the implicit rate of interest / incremental borrowing rate (as applicable) as on the date of transition and has measured right of use asset at an amount equal to lease liability adjusted for previously recognised prepaid or accrued lease payments. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets.

(B) Set-out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	Factory shed & warehouse	Plant and Machinery	Total
As at April 01, 2024	**71.65**	**286.39**	**358.04**
Additions	-	57.07	57.07
Disposal	-	-	-
Depreciation expense	20.35	20.81	41.16
As at March 31, 2025	**51.30**	**322.65**	**373.95**
Additions	143.14	46.58	189.72
Disposal	-	45.10	45.10
Depreciation expense	38.43	23.88	62.31
As at March 31, 2026	**156.01**	**300.25**	**456.26**

(C) Set-out below are the carrying amounts of lease liabilities and the movements during the year :

Particulars	Factory shed & warehouse	Plant and Machinery	Total
As at April 01, 2024	**75.69**	**237.17**	**312.86**
Additions	-	50.22	50.22
Accretion of interest	4.70	13.32	18.02
Payments	23.65	53.53	77.18
Disposal	-	-	-
As at March 31, 2025	**56.74**	**247.18**	**303.92**
Additions	140.16	41.13	181.29
Accretion of interest	14.93	10.79	25.72
Payments	45.22	96.60	141.82
Disposal	-	-	-
As at March 31, 2026	**166.61**	**202.50**	**369.11**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(D) Below is the bifurcation of the total lease liability between current liability & non current liability:

Particulars	March 31, 2026	March 31, 2025
Current lease liabilities	132.35	102.65
Non- current lease liabilites	236.76	201.27

(E) The following are the amounts recognised in the Statement of Profit and Loss :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation expense of right-of-use assets	62.31	41.16
Interest expense on lease liabilities	25.72	18.02
Expense relating to short-term leases and low-value leases	9.92	8.10
Total amount recognised in Consolidated Statement of Profit and Loss	**97.95**	**67.28**

(F) Contractual maturities of lease liabilities on undiscounted basis as at:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Less than one year	152.80	116.86
One to five Year	252.19	218.34
More than five year	26.39	-
	431.38	**335.20**

6 Intangible assets

Particulars	Trademark	Software	Total	Intangible assets under development
Gross carrying amount / deemed cost				
As at April 01, 2024	**0.01**	**4.52**	**4.53**	**4.17**
Additions	-	10.27	10.27	5.21
Disposal/Transfer	-	-	-	-
As at March 31, 2025	**0.01**	**14.79**	**14.80**	**9.38**
Additions	-	7.83	7.83	70.52
Disposal/Transfer	-	-	-	(5.28)
As at March 31, 2026	**0.01**	**22.62**	**22.63**	**74.62**
Accumulated Amortization				
As at April 01, 2024	**-**	**0.01**	**0.01**	**-**
Charge for the year	-	5.04	5.04	-
Disposal/Transfer	-	-	-	-
As at March 31, 2025	**-**	**5.05**	**5.05**	**-**
Charge for the year	-	8.12	8.12	-
Disposal/Transfer	-	-	-	-
As at March 31, 2026	**-**	**13.17**	**13.17**	**-**
Net Block				
As at March 31, 2025	**0.01**	**9.74**	**9.75**	**9.38**
As at March 31, 2026	**0.01**	**9.45**	**9.46**	**74.62**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Notes:

Intangible assets under development ageing schedule

As at March 31, 2025	Amount in intangible asset under development for the year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	5.21	4.17	-	-
Projects temporarily suspended	-	-	-	-
Total	**5.21**	**4.17**	**-**	**-**

As at March 31, 2026	Amount in intangible asset under development for the year of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress#	70.52		4.10	-
Projects temporarily suspended	-	-	-	-
Total	**70.52**	**-**	**4.10**	**-**

#Projects in Progress as at March 31, 2026 amounting to ₹ 4.10 million pertains to ongoing website development being executed by external agency appointed by the holding company. The website development is currently progressing in a phased manner.

Further, there are no projects where activity has been suspended, and there are no projects as on the reporting date where completion is overdue or which has exceeded cost as compared to its original plan.

7 Financial Assets

(A) Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Quoted		
At fair value through profit and loss		
Investment in mutual funds*	17.75	24.39
	17.75	**24.39**
Total Investments	**17.75**	**24.39**
i. Aggregate amount of quoted investment	17.75	24.39
ii. Aggregate amount of unquoted investment	-	-
iii. Aggregate impairment in the value of investments	-	-

*Includes ₹ 17.75 million (March 31, 2025: ₹ 24.39 million) given as collateral against borrowing taken by the Holding Company.

(B) Loans

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Loan to others	-	0.03
	-	**0.03**
Total Loans	**-**	**0.03**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(C) Other financial assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Bank deposits with original maturity beyond 12 months#	33.63	26.72
Security deposits	63.15	53.07
Other deposits	1.31	0.31
	98.09	**80.10**
Current		
Derivative instruments at fair value through profit or loss	3.85	0.99
Tariff recoverable from customers@	2.89	-
Bank deposits with original maturity beyond 3 months within 12 months*	1,304.77	-
	1,311.51	**0.99**
Total other financial assets	**1,409.60**	**81.09**

#Include deposits pledged against working capital facilities availed by the Holding Company

*earmarked balance pertaining to unutilised intial public offer procceds of the Holding Company as on reporting period

@The United States of America (USA) has imposed additional customs tariffs on certain goods exported from India to the USA, which are applicable on the Holding company's exports to that market. In accordance with the terms of sale and contractual arrangements with relevant customers, these additional tariffs are recoverable from such customers and, accordingly, the Holding company has recognised the related amount as receivable in the financial statements. This balance represents duties levied by the customs authorities in the USA in respect of exports already made by the Holding company, which are pending recovery from customers as at the reporting date.

(D) Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Trade receivables	2,137.99	1,280.65
Total trade receivables	**2,137.99**	**1,280.65**

Other than stated above, no trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Refer note 14(A) for information on trade receivables pledged as security by the Holding company.

Trade receivables Ageing Schedule

As at March 31, 2026

Particulars	Outstanding for following years from transaction date					Total
	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed						
- Considered good	2,020.94	68.02	48.22	0.73	0.08	2,137.99
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	**2,020.94**	**68.02**	**48.22**	**0.73**	**0.08**	**2,137.99**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

As at March 31, 2025

Particulars	Outstanding for following years from transaction date					Total
	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed						
- Considered good	1,255.51	24.75	0.39	-	-	1,280.65
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	**1,255.51**	**24.75**	**0.39**	**-**	**-**	**1,280.65**

(E) Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
- In current accounts*	278.85	49.78
- In deposit account with orignal matuirity less than 3 months#	1,354.57	
Cash on hand	4.57	1.55
Total cash and cash equivalents	**1,637.99**	**51.33**

*includes earmarked balance of the Holding Company in public account–funds received through intial publice offer and in monitoring agency account amounting to ₹ 175.50 million

#earmarked balance pertaining to unutilised intial public offer procceds of the Holding Company as on reporting period

8 Income tax

(A) The major components of income tax expense for the year ended March 31, 2026 and year ended March 31, 2025 are:

Statement of profit and loss:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Income tax expense reported in the profit or loss section		
Current income tax:		
- Current income tax charge	308.31	134.29
- Adjustments of tax related to earlier year	15.95	0.77
Deferred tax:		
- Relating to origination and reversal of temporary differences	(38.90)	(11.84)
Income tax expense reported in the profit or loss section	**285.36**	**123.22**
b) Other comprehensive income section		
Deferred tax related to items recognised in other comprehensive income section		
Re-measurement gain/(loss) on defined benefit plans	(0.80)	0.34
Income tax charged to other comprehensive income section	**(0.80)**	**0.34**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(B) Reconciliation of tax expense and the accounting profit multiplied by Holding company's rate for March 31, 2026, March 31, 2025.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax (A)	1,079.73	561.87
Enacted Income Tax Rate	25.17%	25.17%
Income tax calculated (B)	**271.75**	**141.41**
Adjustments to reconcile expected income tax expense to reported income tax expense:		
Expenses disallowed for tax purpose	-	1.94
Effect of deductions allowed for tax purpose	-	(19.45)
Short tax provision of earlier years	15.95	0.77
Others adjustments (net)	(2.34)	(1.46)
Total adjustments (C)	**13.61**	**(18.20)**
Income tax expense recognised (B+C)	**285.36**	**123.22**
Effective income tax rate [(B+C) / (A)]	**26.43%**	**21.93%**

(C) Deferred tax

The balance comprises temporary differences attributable to:

Deferred tax assets relates to following:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	19.29	21.90
Impact on employee benefit	9.49	6.48
Impact on trade payable	49.96	10.63
Impact on other provisions	4.23	1.80
Impact of unabsorb losses in subsidiary	0.23	-
Net deferred tax assets	**83.20**	**40.81**

Deferred tax liabilities relates to following:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact on right of use assets and lease liability	(22.68)	(19.18)
Impact on fair value gain on financial instruments at fair value through profit or loss	(1.64)	(0.85)
Net deferred tax liabilities	**(24.32)**	**(20.03)**
Net deferred tax assets	**58.88**	**20.78**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(D) Movement in deferred tax balances

For the year ended March 31, 2026	As at March 31, 2025	Recognised in statement of profit and loss	Recognized in OCI	As at March 31, 2026
i) Deferred tax assets				
Property, plant and equipment and other intangible assets - depreciation, impairment and amortization	21.89	(2.60)	-	19.29
Provision for employee benefits	6.49	3.80	(0.80)	9.49
Other provisions	1.81	2.42	-	4.23
Trade payable	10.63	39.33	-	49.96
Unabsorb losses in subsidiary	-	0.23	-	0.23
Deferred tax assets (A)	**40.82**	**43.18**	**(0.80)**	**83.20**
ii) Deferred tax liabilities				
Right of use assets & lease liability	(19.19)	(3.49)	-	(22.68)
Current investments	(0.60)	(0.07)	-	(0.67)
Derivative financial asset	(0.25)	(0.72)	-	(0.97)
Deferred tax liabilities (B)	**(20.04)**	**(4.28)**	**-**	**(24.32)**
Net deferred tax assets (A-B)	**20.78**	**38.90**	**(0.80)**	**58.88**

For the year ended March 31, 2025	As at March 31, 2024	Recognised in statement of profit and loss	Recognized in OCI	As at March 31, 2025
i) Deferred tax assets				
Property, plant and equipment and other intangible assets - depreciation, impairment and amortization	15.84	6.05	-	21.89
Provision for employee benefits	3.44	2.71	0.34	6.49
Other provisions	0.97	0.84	-	1.81
Trade payable	-	10.63	-	10.63
Deferred tax assets (A)	**20.25**	**20.23**	**0.34**	**40.82**
ii) Deferred tax liabilities				
Right of use assets & lease liability	(11.51)	(7.68)	-	(19.19)
Current investments	(0.14)	(0.46)	-	(0.60)
Derivative financial asset	-	(0.25)	-	(0.25)
Deferred tax liabilities (B)	**(11.65)**	**(8.39)**	**-**	**(20.04)**
Net deferred tax assets (A-B)	**8.60**	**11.84**	**0.34**	**20.78**

9 Other non-current assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital advances	142.11	50.25
Total other non-current assets	**142.11**	**50.25**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

10 Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	1,087.10	560.15
Finished goods	1,062.64	602.06
Work in progress	596.31	323.58
Consumables & others	390.21	280.15
Packing materials	9.10	25.48
Total inventories	**3,145.36**	**1,791.42**

For details of inventories placed as security against borrowings, Refer Note - 14

11 Other Assets

(Unsecured and considered good, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Prepaid expenses	31.44	13.92
Advance to suppliers	53.50	166.60
Export entitlement receivable	24.31	10.08
Advance to employees	0.76	0.40
Balance with government authorities	315.40	79.00
Other assets	1.46	0.40
Initial public offer - unadjusted expenses#	-	7.07
Total other assets	**426.87**	**277.47**

#in previous year, the Holding Company had incurred expenses in connection with the proposed Initial Public Offer (IPO) of equity shares of the Holding Company by way of fresh issue and an offer for sale by the existing shareholders.

12 Equity share capital

(A) Authorised share capital:

Particulars	Equity shares		Preference shares	
	Number of shares (in Millions)	Amount (In ₹ Millions)	Number of shares (in Millions)	Amount (In ₹ Millions)
As at April 01, 2024	**146.00**	**730.00**	**7.00**	**70.00**
Change during the year	-	-	-	-
As at March 31, 2025	**146.00**	**730.00**	**7.00**	**70.00**
Change during the year	-	-	-	-
As at March 31, 2026	**146.00**	**730.00**	**7.00**	**70.00**

(B) i) Terms and rights attached to equity shares

The Holding company has a one class of equity shares having a par value of ₹ 5 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. Accordingly, all equity shares rank equally with regard to dividends and share in the Holding company's residual assets. Equity shareholders are entitled to receive dividends as declared from time to time.Voting rights are proportional to paid-up equity capital, with each holder entitled to one vote per share.

Upon winding-up or liquidation of the Holding company, equity shareholders shall be entitled to receive the residual assets, subsequent to the satisfaction of all preferential claims, in proportion to their shareholding.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

ii) Terms/ rights attached to preference shares

The Holding company's preference shares have a nominal value of ₹ 10 per share. In the event of winding up or liquidation, preference shareholders shall have priority over equity shareholders. As of the date of this report, the Holding company has not issued any preference share capital.

(C) Issued, subscribed and fully paid-up shares#

(Equity shares of ₹ 5 each)	Number of shares (in Millions)	Amount (In ₹ Millions)
As at April 01, 2024	**100.00**	**500.00**
Increase during the year	5.25	26.25
As at March 31, 2025	**105.25**	**526.25**
Increase during the year	18.42	92.08
As at March 31, 2026	**123.67**	**618.33**

For the period of five years immediately preceding the date of the Balance Sheet, the Holding Company has neither bought back any class of equity shares nor issued shares pursuant to contract(s) without payment being received in cash except the Board of Directors at its meeting held on 11 March 2024, had approved the bonus issue of nine new equity share for every one share held on record date which was approved by the shareholders by means of a special resolution dated 6 March 2024. Through a Board resolution dated, the Holding Company has allotted 4,50,00,000 equity shares of ₹10 each as bonus shares to the existing equity shareholders of the Holding Company.The Holding Company has issue fully paid up bonus shares by capitalisation of profits transferred from utilizing the Holding Company's free reserves.

During the year ended March 31, 2025, the company has issued fresh equity shares in two tranches. Following are the details in respect of issue of shares.

Date of issue of shares	No. of shares issued	Issue price per share	Face value per share	Securities premium included in issue price
May 17, 2024	4,74,000	208	5	203
July 6, 2024	32,17,075	122	5	117
January 4, 2025	15,58,605	210	5	205

*During the year, the Holding Company has completed its Initial Public Offer ("IPO") of 2,56,85,062 equity shares (including 46,296 equity shares issued to employees) of face value of ₹ 5 each at an issue price of share ₹ 227 per share (₹ 216 per share for equity shares issued to employees) comprising fresh issue of 1,84,16,340 equity shares and offer for sale of 72,68,722 equity shares by selling shareholders, resulting in equity shares of the Holding Company being listed on National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') on March 5, 2026.

(D) Details of shareholders holding more than 5% shares in the Holding Company:

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No. in absolute	%	No. in absolute	%
Udaykumar Arunkumar Parekh	9,06,51,154	73.30%	9,87,22,176	93.80%
Nippon Life India Trustee Ltd - Nippon Iindia Small Cap Fund	85,73,332	6.93%	-	-

As per records of the Holding Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(E) The Group has not granted any options in any of the years covered above.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

(F) Details of shares held by promoters at the year end

As at March 31, 2026

Particulars	Promoter Name	No. of shares at the beginning of the year (in absolute)	Change during the year (in absolute)	No. of shares at the end of the year (in absolute)	% of Total Shares	% change during the year*
Equity shares of ₹ 5 each fully paid	**Promoter**					
	Udaykumar Arunkumar Parekh	9,87,22,176	(80,71,022)	9,06,51,154	73.30%	(20.50%)
	Dharmi A. Parekh	1	-	1	0.00%	0.00%
Total		**9,87,22,177**	**(80,71,022)**	**9,06,51,155**	**73.30%**	

As at March 31, 2025

Particulars	Promoter Name	No. of shares at the beginning of the year (in absolute)	Change during the year (in absolute)	No. of shares at the end of the year (in absolute)	% of Total Shares	% change during the year*
Equity shares of ₹ 5 each fully paid	**Promoter**					
	Udaykumar Arunkumar Parekh	9,88,99,976	(1,77,800)	9,87,22,176	93.80%	(5.10%)
	Dharmi A. Parekh#	1	-	1	0.00%	0.00%
Total		**9,88,99,977**	**(1,77,800)**	**9,87,22,177**	**93.80%**	

#Dharmi A. Parekh has been appointed as a Non-Executive Director of the Holding company with effect from May 3, 2025.

13 Other equity

(A)

Particulars	As at March 31, 2026	As at March 31, 2025
Retained earnings		
Opening balance	725.97	288.09
Add: Profit for the year attributable to owners of parent	793.64	438.87
Remeasurement of defined benefit obligations (liability net of tax)	2.37	(0.99)
Less : Issue of bonus shares	-	-
Balance at the end of the year	**1,521.98**	**725.97**
Other comprehensive income/ (loss)		
Opening balance	(7.94)	6.66
Foreign exchange translation reserve	(31.75)	(14.60)
Balance at the end of the year	**(39.69)**	**(7.94)**
Securities premium		
Opening balance	792.13	-
Add : Premium on issue of equity shares	4,087.92	792.13
Less : Issue related expenses	183.46	-
Balance at the end of the year	**4,696.59**	**792.13**
Total other equity	**6,178.88**	**1,510.16**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Nature and purpose of reserves :

Retained earnings

Retained earnings represents the Company's undistributed earnings after tax and can be utilised in accordance with the provisions of the Act.

Other comprehensive income/ (loss)

This represents the cumulative gains and losses arising on remeasurement of defined benefit obligations and the foreign currency translation reserve i.e. exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian rupees, net of taxes and is presented within equity .

Securities premium

Securities premium is used to record the premium received on issue of shares and such balance can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

(B)

Particulars	As at March 31, 2026	As at March 31, 2025
Non controlling interest		
Opening balance	0.02	-
Add : Equity participation - non-controlling interest	-	0.24
Less : Loss pertaining to non-controlling interest	(0.27)	(0.22)
Total non controlling interest	**(0.25)**	**0.02**

Refer Note - 35 for financial performace of subsidiar(ies).

14 Financial Liabilities (at amortised cost)

(A) Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
I. Secured		
i. Term Loan		
a. From banks	1,098.21	1,402.51
b. Vehicle loan from banks	39.70	35.34
c. From NBFC	65.01	74.90
	1,202.92	**1,512.75**
ii. Less: Current maturities		
a. From banks	188.00	152.06
b. Vehicle loan from banks	11.42	8.48
c. From NBFC	37.15	59.71
	236.57	**220.25**
iii. Non Current portion (i-ii)		
a. From banks	910.21	1,250.45
b. Vehicle loan from banks	28.28	26.86
c. From NBFC	27.86	15.19
	966.35	**1,292.50**
Total Non-Current Borrowings (iii)	**966.35**	**1,292.50**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Current maturities of long term borrowings (ii)	**236.57**	**220.25**
I. Loans repayable on demands from banks		
a. Cash credit	1,525.37	606.56
b. Export packing credit	387.73	190.21
c. Working capital demand loan	574.28	772.37
	2,487.38	**1,569.14**
II. Unsecured		
a. From directors	287.79	213.71
b. From relative of directors	-	10.67
	287.79	**224.38**
Total Current Borrowings	**3,011.74**	**2,013.77**
Total Borrowings	**3,978.09**	**3,306.27**

i **Terms of repayment, security and interest - Secured Term Loans from banks**

Particulars	Tenure
Axis Bank - Term Loan ECLGS - REPO +3.20 %	Tenure of 25 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan ECLGS - REPO +3.20 %	Tenure of 36 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 42 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 36 Monthly installment From : March - 2022 onwards
Axis Bank - Term Loan - REPO +3.20 %	Tenure of 17 Monthly installment From : March - 2022 onwards
Axis Bank - Machinery Term Loan - REPO +3.20 %	Tenure of 72 Monthly installment From : May - 2022 onwards
Axis Bank - Construction Term Loan - REPO +3.20 %	Tenure of 90 Monthly installment From : Jan - 2026 onwards
HDFC Bank - Construction Loan - REPO+ 2.25%	Tenure of 108 Monthly installment From : Feb - 2024 onwards
HDFC Bank - Machinery Loan - REPO + 2.26%	Tenure of 108 Monthly installment From : Feb - 2024 onwards
Union Bank of India - Construction Loan TL - EBLR + 0.40%	Tenure of 90 Monthly installment From : Feb- 2025 onwards
Union Bank of India - Machinery Loan TL - EBLR + 0.40%	Tenure of 90 Monthly installment From : Feb- 2025 onwards
Axis Bank - Term Loan - REPO + 3.20 %	Tenure of 90 Monthly installment From : Jan - 2026 onwards
HDFC Bank - Machinery Loan - REPO+3.38%	Tenure of 84 Monthly installment From : Sep - 2025 onwards

Details of security–All loans from the below three banks are secured through pari-passu charge against assets

Loans taken from : Axis Bank Ltd / Union Bank of India / HDFC Bank

The above term loans have been secured through exclusive charge by way of hypothecation on plant & machineries of the Holding company (Present & future) [excluding plant and machinery exclusively charged to Siemens Financial Services Private Limited]. The above loans are also secured by collateral security on the following properties–

a. Industrial property located at plot No. G 1823, GIDC, Lodhika, at Metoda, Rajkot–360021, standing in the name of the Holding company;

b. Industrial property located at plot No. 2500 , GIDC, Lodhika, at Metoda, Rajkot–360021, standing in the name of Holding company;

c. Industrial property located at Chhapra, Lodhika, Rajkot, standing in the name of the Holding company;

d. Personal properties of the directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

e. The above secured borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

ii Terms of repayment, security and interest–Vehicle loans from banks

Particulars	Tenure
Axis Bank - Staff bus loan - Rate of interest # 7.90%	Tenure of 48 Monthly installment From : July - 2022 onwards
HDFC Bank - Car Loan - Rate of Interest # 7.93%	Tenure of 60 Monthly installment From : Nov - 2022 onwards
HDFC Bank - Car Loan - Rate of Interest # 7.37%	Tenure of 60 Monthly installment From : June - 2022 onwards
Axis Bank - Staff bus loan - Rate of interest # 9.00%	Tenure of 37 Monthly installment From : Dec - 2023 onwards
Axis Bank - Staff bus loan - Rate of interest # 9.00%	Tenure of 37 Monthly installment From : Dec - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.45%	Tenure of 84 Monthly installment From : Nov - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : March - 2024 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : April - 2024 onwards
Union Bank of India - Car Loan - EBLR + 1.00 %	Tenure of 60 Monthly installment From : March - 2024 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : Oct - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
HDFC Bank - Staff bus loan - Rate of interest # 9.20 %	Tenure of 60 Monthly installment From : June - 2024 onwards
Union Bank of India - Car Loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Car Loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Staff bus loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Staff bus loan - EBLR + 0.50%	Tenure of 60 Monthly installment From : Nov - 2024 onwards
Union Bank of India - Car Loan - EBRL less 0.45%	Tenure of 84 Monthly installment From : Sep - 2023 onwards
Union Bank of India - Car Loan - EBLR less 0.25%	Tenure of 84 Monthly installment From : Oct - 2024 onwards
HDFC Bank - Car loan - Rate of interest # 8.84 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Car loan - Rate of interest # 8.88 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Staff bus loan - Rate of interest # 8.66 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Staff bus loan - Rate of interest # 8.66 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
HDFC Bank - Truck loan - Rate of interest # 8.80 %	Tenure of 48 Monthly installment From : Aug - 2025 onwards
Union Bank of India - Car Loan - EBLR less 0.15%	Tenure of 84 Monthly installment From : Sep - 2025 onwards
Union Bank of India - Car Loan - EBLR less 0.15%	Tenure of 84 Monthly installment From : Sep - 2025 onwards

Details of security

The above loans are secured by way of hypothecation of respective vehicles for which the loan is taken.

iii Terms of repayment, security and interest - Term Loans from NBFCs

Particulars	Tenure
Term loans from NBFCs	Tenure of 24 Monthly installment From : Jan - 2024 onwards
TATA Capital Limited - Rate of Interest # 11.50 % P.A. ROI equal to LTLR less 10.05 %	Tenure of 54 Monthly installment From : Feb - 2022 onwards
Siemens Financial Services Pvt Ltd - Machinery Term Loan - Rate of Interest # 10.99 %	Tenure of 54 Monthly installment From : Feb - 2022 onwards
Siemens Financial Services Pvt Ltd - Machinery Term Loan - Rate of Interest # 10.99 %	Tenure of 30 Monthly installment From : Dec- 2024 onwards
Siemens Financial Services Pvt Ltd - Loan - Rate of Interest # 12.99%	Tenure of 30 Monthly installment From : Mar - 2025 onwards
Siemens Financial Services Pvt Ltd - Loan - Rate of Interest # 12.99%	Tenure of 25 Monthly installment From : Jan-2026 onwards
TATA Capital Limited - Rate of Interest # 11.35 % P.A. ROI equal to LTPLR Plus 2.60 %	

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Details of security

Loan taken from Tata Capital Limited

The loan is secured by a 20% Cash Collateral in the form of FD/SD/Debt Mutual Funds of the facility amount. Further, the borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

Loans taken from Seimens Financial Services Pvt Ltd

The above term loans have been secured through exclusive charge by way of hypothecation on the machinery against which the loans are taken. Further, the borrowings are covered by personal guarantees provided by the directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

iv **Current borrowings**

(i) Cash credit facility is availed from Axis Bank with limit of ₹ 700.00 million, Axis Bank (ad hoc limit) of ₹ 150 million, HDFC Bank with limit of ₹ 200 million, and Union Bank of India with limit of ₹ 550 million,, Bank Of India with limit of ₹100 million. The cash credit facilities from Axis Bank, Union Bank of India and Bank Of India are secured by a pari passu charge over present and future current assets of the company. Cash credit facility from HDFC Bank is overall secured with their combined facilities as stated in above para related to security given for term loans. The said cash credit facilities have interest rate ranging from 7.20% to 12.50% (floating rate).

(ii) Export Packing Credit from banks is secured against current assets of the Holding company, both present and future. The said cash credit facilities have interest rate ranging from 7.20% to 10.70% (floating rate).

(iii) Working capital term loan Cash credit facility is availed from HDFC Bank, Axis Bank, Bank of india Capsave Finance Private Limited and Rataafin Capital Private Limited. Facilities availed from Axis Bank are secured by a pari passu charge over present and future current assets of the company. Working capital facility from HDFC Bank is overall secured with their combined facilities as stated in above para related to security given for term loans. Working capital facility from Capsave Finance Private Limited and Rataafin Capital Private Limited are secured by personal guarantees of directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh. The said facilities have interest rate ranging from 7.20% to 11.50%.

(iv) Loan from directors and relatives of directors are repayable on demand and carries interest rate of 8.5% to 10%.

(v) The Company has entered into an arrangement with Receivables Exchange of India Limited (RXIL) and the Trade Receivables Discounting System (TReDS) platform with an aggregate sanctioned limit of ₹320 million. Under this arrangement, the company, may discount their invoices with participating financial institutions for early realisation of dues.The arrangement facilitates extension of credit period beyond the original supplier credit terms Interest/ discounting charges and platform service charges in respect of such arrangements are borne by the Company and recognised as finance costs and other expenses, respectively, in the Statement of Profit and Loss.

(vi) The Company has availed an unsecured loan facility from JSW One Finance Limited (JOFL) with a credit limit of ₹30 million. The loan is unsecured and does not carry any collateral security.

(B) Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	612.90	197.71
Total outstanding dues of creditors other than micro enterprises and small enterprises	510.82	147.03
Total trade payables	**1,123.72**	**344.74**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Trade Payable Ageing Schedul

As at March 31, 2026

Particulars	Outstanding for following years from transaction date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	609.76	3.14	-	-	612.90
Others	504.15	6.67	-	-	510.82
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**1,113.91**	**9.80**	**-**	**-**	**1,123.72**

As at March 31, 2025

Particulars	Outstanding for following years from transaction date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	197.62	0.09	-	-	197.71
Others	146.58	0.45	-	-	147.03
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**344.20**	**0.54**	**-**	**-**	**344.74**

Disclosures required by the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 are as under :

The amount due to Micro and Small Enterprises as defined in the 'The Micro, Small and Medium Enterprises Development Act, 2006' has been determined to the extent such parties have been identified on the basis of information available with the Group. The disclosures relating to Micro, Small and Medium Enterprises are as under:

	Particulars	As at March 31, 2026	As at March 31, 2025
i	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	612.90	197.71
ii	Interest due on above	3.93	-
iii	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
iv	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
v	The amount of further interest remaining due and payable even in the succeeding years, 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	-	-

(C) Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Employee dues payable	66.50	43.95
Others		
- Provision for interest payable on loans	4.05	3.17
- Provision for expenses payable	11.02	9.55
Total other financial liabilities	**81.57**	**56.67**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

15 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Provision for employee benefits		
Provision for gratuity	36.59	24.67
	36.59	**24.67**
Current		
Provision for employee benefits		
Provision for gratuity	1.07	1.08
Provision for sales & other returns	9.88	2.96
Provision for warranty	5.89	3.60
Other provisions	11.04	0.75
	27.88	**8.39**
Total Provisions	**64.47**	**33.06**

i Provision for sales & other returns

The Holding company, as a trade practice, admits to returns from market which are primarily in the nature of product rejection, or supply of short quantities. The provision for sales and other returns is made on the basis of historical experience, market conditions and specific contractual terms. The timing of outflow will depend on the time taken by the customer to return the goods.

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	2.96	1.23
Add: Provision made during the year	76.10	25.73
Less: Provision utilised during the year	(69.18)	(24.00)
Balance at the end of the year	**9.88**	**2.96**

ii Provision for warranty

The Holding company, as a trade practice, provides assurance type warranty to its customers whereby it rectifies the defects / issues noted by the customers before/ when they start using the Holding company's product. The provision for warranty is made on the basis of historical experience and specific contractual terms.

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	3.60	2.41
Add: Provision made during the year	15.36	2.21
Less: Provision utilised during the year	(13.07)	(1.02)
Balance at the end of the year	**5.89**	**3.60**

iii Other provisions

These mainly include provisions towards expenses & employee incentives.

16 Other liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Statutory dues	43.02	8.08
Advance from customers	2.95	65.72
Total other liabilities	**45.97**	**73.80**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

17 Current tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for current tax (net of advance tax and TDS receivable)	87.93	108.43
Total liabilities for current tax (net)	**87.93**	**108.43**

18 Revenue from operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products:		
Sale of finished goods	4,808.83	3,120.00
Sale of services:		
Jobwork income	50.26	45.93
Tooling income	5.56	36.93
Other operating revenues:		
Scrap sales	170.50	173.97
Export incentives	77.84	52.30
Total revenue from operations	**5,112.99**	**3,429.13**

18.1	India	1,316.47	859.06
	Outside India :		
	United States of America	2,636.47	1,863.71
	United Arab Emirates	785.51	463.88
	Others	374.54	242.48
	Total revenue from operations	**5,112.99**	**3,429.13**
18.2	**Timing of revenue recognition**		
	Goods transferred at a point of time	5,057.18	3,346.27
	Services transferred at a point of time	55.81	82.86
	Total revenue from operations	**5,112.99**	**3,429.13**

18.3 Contract Balances

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables from contracts under Ind AS 115	2,137.99	1,280.65
Contract liabilities	2.95	65.72

Contract liabilities include amount received from customers as per the terms of purchase/sales order to deliver goods. Once the goods are completed and control is transferred to customers the same is adjusted accordingly.

18.4 Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Movement of contract liability		
Opening balances	65.72	1.23
Performance obligations satisfied during the year	(65.72)	(1.23)
Amount received against contract liability during the year	2.95	65.72
Amounts included in contract liabilities at the end of the year	**2.95**	**65.72**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

18.5 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue as per contracted price	5,189.09	3,454.86
Adjustments		
Sales return	(76.10)	(25.73)
Revenue from operations	**5,112.99**	**3,429.13**

19 Other income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income		
- from deposits	14.79	1.90
- from others	-	0.77
Gain on foreign exchange variation (net)	222.78	62.24
Fair value gain on financial instruments at fair value through profit or loss	4.13	2.81
Profit on sale of investments	1.19	-
Miscellaneous income	2.24	0.21
Total other income	**245.13**	**67.93**

20 Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory at the beginning of the year	560.15	214.05
Add: Purchase during the year	2,474.06	1,594.94
Less: Inventory at the end of the year	(1,087.10)	(560.15)
Total cost of material consumed	**1,947.11**	**1,248.84**

21 Changes in inventories of finished goods and work in progress

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory at the beginning of the year		
- Work-in-progress	323.58	165.00
- Finished goods	602.06	324.41
Inventory at the end of the year		
- Work-in-progress	596.31	323.58
- Finished goods	1,062.64	602.06
Total changes in inventories of finished goods and work in progress	**(733.31)**	**(436.23)**

22 Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	780.94	503.69
Contribution to provident and other funds	34.78	26.29
Gratuity expense	15.79	11.12
Staff welfare expenses	8.95	9.12
Total employee benefits expense	**840.46**	**550.22**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

23 Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expense		
- on term loans	142.12	132.03
- on working capital loans	168.01	107.18
- on MSME	3.93	-
- on lease liabilities	25.72	18.02
- on others[#]	23.72	21.19
Other borrowing cost	19.37	10.44
Bill discounting expense	11.96	8.48
Total finance costs	**394.83**	**297.34**

[#]Others include interest paid on loans of related parties - Refer note - 34 for related party disclosures

24 Depreciation and amortization expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant & equipment	411.21	338.99
Amortization of intangible assets	8.12	5.04
Depreciation on right of use assets	62.31	41.16
Total depreciation and amortization expense	**481.64**	**385.19**

25 Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares	341.88	275.56
Consumption of packing material	96.96	45.87
Annual maintenance charges	2.47	12.34
Job work charges	335.97	165.47
Loading and unloading expense	8.65	3.01
Repair and maintenance:		
- Buildings	1.20	1.33
- Plant and machinery	7.80	5.78
- Other	7.78	5.64
Office & factory maintenance	3.84	2.93
Transportation expense	43.53	36.70
Rent	9.92	8.10
Rates and taxes	33.27	30.51
Insurance	15.13	16.99
Power, fuel and water charges	113.43	81.63
Material inspection charges	12.02	6.84
Auditors remuneration (Refer note below)	1.29	0.83
Freight & forwarding	95.30	71.51
Canteen expense	21.60	17.46
Warranty expense	15.39	2.21

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Legal and professional	52.65	35.12
Travelling and conveyance expense	26.20	23.67
Business development expense	48.07	-
Donation	0.18	1.27
Security charges	3.66	3.39
Corporate social responsibility expenses	9.92	7.19
Directors' sitting fees	0.44	-
Miscellaneous expenses	39.11	28.48
Total other expenses	**1,347.66**	**889.83**

25A Auditors remuneration :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditor:		
- Statutory audit fee	1.19	0.78
- Tax audit	0.10	0.05
Total	**1.29**	**0.83**

25B Corporate Social Responsibility

In terms of the provisions of Section 135 of the Companies Act, 2013, the Holding company was required to spend ₹ 9.58 Million For the year ended 31 March, 2026 (For the year ended March 31,2025 7.20 Million), the Holding company has incurred following expenditure towards CSR activities:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Prescribed CSR expenditure (2% of Average Net Profits of the three immediately preceeding financial years)	9.58	7.20
Add : Unspent amount of previous year	-	-
Total amount to be spent for the year	**9.58**	**7.20**
Details of CSR Expenditure during the year		
(a) Promoting Education and enhancing vocational skills	2.22	2.40
(b) Eradicating hunger, poverty, malnutrition, promoting health care and sanitation	7.50	0.94
(c) Providing rescue for natural calamities & raise awareness	-	2.00
(d) Protection of National Heritage Art & Culture	-	1.05
(e) Empowering Women, setting up homes/hostels for women, orphans and old age homes	0.20	0.80
Total Amount spent during the financial year	**9.92**	**7.19**
Amount of shortfall/(excess) at the end of the year out of amount required to be spent by the Holding Company during the year	(0.34)	0.01
Total of previous year's shortfall/(excess) amounts	(0.05)	(0.06)
Total of shortfall/(excess) amounts of all the year.	**(0.39)**	**(0.05)**

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

26 Components of other comprehensive income (OCI)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Items that will not be reclassified to profit or loss		
Re-measurement gains/ (loss) on defined benefit plans	3.17	(1.33)
Less: Tax impact of above items	(0.80)	0.34
Items that will be reclassified to statement of profit or loss		
Exchange differences on translation of financial statements of foreign operations	(31.75)	(14.60)
Other Comprehensive income	**(29.38)**	**(15.59)**

27 Earnings per share (EPS)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Group net profit attributable to owners of parent (A)	793.64	438.87
Weighted average numbers of equity shares outstanding # [in absolute number] (B)	10,65,61,529	10,31,42,324
Earnings per share (A/B) [In ₹]		
Basic earnings per share*	7.45	4.26
Diluted earnings per share*	7.45	4.26
Face Value per share	5.00	5.00
#Calculation of Weighted Average Number of Equity Shares (in absolute number)		
Number of equity shares outstanding up to reporting period	10,52,49,680	10,00,00,000
Add: Weighted average number of fresh issue of shares during previous year	-	31,42,324
Add: Weighted average number of shares isuued through public offer	13,11,849	-
	10,65,61,529	**10,31,42,324**

*The Holding company does not have any potential equity shares and thus, weighted average number of shares for computation of basic EPS and diluted EPS remains same.

28 EXCEPTIONAL ITEMS

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Impact on account Labour Code	1.00	-
	1.00	**-**

The Ministry of Labour & Employment (MoLE), Government of India, has announced the implementation of four Labour Codes viz. 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, effective November 21, 2025. On the basis of information available, the Group has assessed and accrued the incremental impact for these changes at current estimate of ₹ 1.00 million. The Group continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

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for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

29 Commitments and Contingencies

A. Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for	730.01	235.75

B. Contingent liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Claims against the Holding company not acknowledged as debts		
Disputed demand of Goods & Services Tax#	2.04	2.04

#The above matters are subject to legal proceedings in the ordinary course of business. On the basis of the current status of the individual case along with the opinion of Management of the Holding company, when ultimately concluded will not have material effect on the results of the operations or financial position of the Group.

30 Segment information

The primary reporting of the Group has been performed on the basis of business segment. Based on the Group's business model, manufacturing of high precision and OEM components has been considered as a single business segment for the purpose of making decision on allocation of resources and assessing its performance. Accordingly, there are no separate reportable segments in accordance with the requirements of Ind AS 108 'Operating segment'.

The information relating to revenue from external customers and location of segment assets of its single reportable segment has been disclosed as below. The geographic information analyses the Group's revenues and segment assets by the country of domicile and other countries. In presenting geographic information, segment revenue has been based on the location of the customer and segment assets are based on geographical location of the assets.

a. Geographical segment information:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(1) Revenues from external customers including operating revenue		
India	1,316.47	859.06
United States of America	2,636.47	1,863.71
United Arab Emirates	785.51	463.88
Others	374.54	242.48
Total	**5,112.99**	**3,429.13**
(2) Non-current assets (excluding financial assets and tax assets).:		
India	3,676.14	2,679.83
United States of America	37.25	56.33
Total	**3,713.39**	**2,736.16**

b. Revenue from Major Customers:

For the year ended March 31, 2026, one customer accounted for 10% or more of the Group 's total revenue, amounting to ₹ 783.36 million. For the year ended March 31, 2025, one customer accounted for 10% or more of the Group's total revenue, amounting to ₹ 431.31 million.

Notes annexed to and forming part of the Consolidated Financial Statements

for the year ended 31 March 2026

(All amounts in ₹ Millions, unless otherwise stated)

31 Employee Benefits

(A) Defined Contribution Plan

Provident Fund

The Group's contribution to provident fund aggregating to ₹ 34.78 million (March 31, 2025: ₹ 26.29 million) has been recognised in the statement of profit and loss under the head employee benefits expense.

(B) Defined Benefit Plan

In accordance with Indian law, the Group (for entities incorporated in India) is required to pay gratuity which is a defined benefit plan ('the Gratuity Plan') covering eligible employees. The plan provides a lump sum payment to vested employees at retirement, death and incapacitation while in employment, termination of employment. The level of benefits provided depends on the respective employees' tenure of employment and last drawn salary. The defined benefit plan exposes the Group to actuarial risks such as interest rate risk, investment risk and salary risk.

i Amount recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Service cost	14.31	10.13
Net interest cost	1.95	0.98
Expenses recognised in the statement of profit and loss	16.26	11.11

ii Amount recognised in other comprehensive income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net actuarial (loss) / gain recognised in the year	3.17	(1.33)
Expenses recognised in other comprehensive income	3.17	(1.33)

iii Benefit asset/ (liability)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Present value of defined obligation at the end of the year	(37.66)	25.75
Less : Fair value of the plan assets at the end of the year		-
Net present value of defined benefit obligation	**37.66**	**(25.75)**
Net defined benefit obligation - Current	(1.07)	(1.08)
Net defined benefit obligation - Non - Current	(36.59)	(24.67)

iv Changes in the present value of the defined benefit obligation are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening defined benefit obligation	25.75	13.64
Service cost	14.31	10.14
Interest cost	1.95	0.99
Benefits paid	(1.19)	(0.36)
Actuarial (gain)/ loss on obligation	(3.17)	1.34
Closing defined benefit obligation	**37.66**	**25.75**

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(All amounts in ₹ Millions, unless otherwise stated)

v The principal actuarial assumptions used in determining gratuity are as follows:

(a) Economic assumptions

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025
	Holding company	Subsidiary	Holding company
Discount rate	7.27%	7.16%	6.78%
Average Salary escalation rate	8.00%	8.00%	8.00%
Attrition rate	10.00%	10.00%	10.00%

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

(b) Demographic assumptions

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Retirement age	58,60 & 65 years	58,60 & 65 years
Mortality table	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

vi A quantitative sensitivity analysis for significant assumption as shown below:

Assumptions	Sensitivity Level	Impact on defined benefit obligation
Discount rate:		
March 31, 2026	Increase of 1.00%	(4.15)
	Decrease of 1.00%	5.03
March 31, 2025	Increase of 1.00%	(2.92)
	Decrease of 1.00%	3.56
Future salary		
March 31, 2026	Increase of 1.00%	4.61
	Decrease of 1.00%	(3.97)
March 31, 2025	Increase of 1.00%	3.25
	Decrease of 1.00%	(2.77)
Employee Attrition		
March 31, 2026	Increase of 1.00%	(0.74)
	Decrease of 1.00%	0.79
March 31, 2025	Increase of 1.00%	0.61
	Decrease of 1.00%	0.67

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not disclosed.

vii Maturity analysis of the benefit payments from the fund

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
1ST following year	1.07	1.08
2ND following year	1.41	0.97
3RD following year	1.63	1.15
4TH following year	2.22	1.27
5TH following year	2.72	1.68
6TH to 10TH year's cashflow	14.58	9.08

The average duration of the defined benefit plan obligation at the end of the reporting year is 10 years

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32 Financial Instruments

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

As at March 31, 2025	Carrying value					Fair value			
	FVTPL	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total Fair Value
(A) Financial assets									
Non-current									
Other financial assets	-	-	-	80.10	80.10	-	-	-	-
Current									
Investments	24.39	-	24.39	-	24.39	24.39	-	-	24.39
Loans	-	-	-	0.03	0.03				
Trade receivables	-	-	-	1,280.65	1,280.65	-	-	-	-
Cash and cash equivalents	-	-	-	51.33	51.33	-	-	-	-
Other financial assets	0.99	-	0.99	-	0.99	-	0.99	-	0.99
Total financial assets	**25.38**	**-**	**25.38**	**1,412.11**	**1,437.49**	**24.39**	**0.99**	**-**	**25.38**
(B) Financial liabilities									
Non-current									
Borrowings	-	-	-	1,292.50	1,292.50	-	-	-	-
Lease liabilities	-	-	-	201.27	201.27	-	-	-	-
Current									
Borrowings	-	-	-	2,013.77	2,013.77	-	-	-	-
Lease liabilities	-	-	-	102.65	102.65	-	-	-	-
Trade payables	-	-	-	344.74	344.74	-	-	-	-
Other financial liabilities	-	-	-	56.67	56.67	-	-	-	-
Total financial liabilities	**-**	**-**	**-**	**4,011.60**	**4,011.60**	**-**	**-**	**-**	**-**

As at March 31, 2026	Carrying value					Fair value			
	FVTPL	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total Fair Value
(A) Financial assets									
Non-current									
Other financial assets	-	-	-	98.09	98.09	-	-	-	-
Current									
Investments	17.75	-	17.75	-	17.75	17.75	-	-	17.75
Loans	-	-	-	2,137.99	2,137.99	-	-	-	-
Trade receivables	-	-	-	1,637.99	1,637.99	-	-	-	-
Cash and cash equivalents	3.85	-	3.85	1,307.66	1,311.51	-	3.85	-	3.85
Other financial assets									
Total financial assets	**21.60**	**-**	**21.60**	**5,181.73**	**5,203.33**	**17.75**	**3.85**	**-**	**21.60**

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As at March 31, 2026	Carrying value					Fair value			
	FVTPL	FVOCI	Total Fair Value	Amortised Cost	Total	Level 1	Level 2	Level 3	Total Fair Value
(B) Financial liabilities									
Non-current	-	-	-	966.35	966.35	-	-	-	-
Borrowings	-	-	-	236.76	236.76	-	-	-	-
Lease liabilities									
Current	-	-	-	3,011.74	3,011.74	-	-	-	-
Borrowings	-	-	-	132.35	132.35	-	-	-	-
Lease liabilities	-	-	-	1,123.72	1,123.72	-	-	-	-
Trade payables	-	-	-	81.57	81.57	-	-	-	-
Other financial liabilities									
Total financial liabilities	**-**	**-**	**-**	**5,552.49**	**5,552.49**	**-**	**-**	**-**	**-**

Note:-

The management of the Holding company assessed that fair value of investments, loans, derivative instruments, trade receivables, cash and cash equivalents, other financial assets, borrowings, trade payables, lease liabilities and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

For investments in mutual funds measured at Fair Value through Profit and Loss (FVTPL), the fair value represents net asset value as stated by the issuers of the mutual funds units in the published statements. Net Asset value represents the price at which the issuer will issue further units in the mutual fund and the price at which such units are redeemed.

33 Financial risk management objectives and policies

The key objective of the Group's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor, and customer confidence and to ensure future development of its business. The Group is focused on maintaining a strong equity base to ensure independence, security, as well as financial flexibility for potential future borrowings, if required without impacting the risk profile of the Group.

Group's principal financial liabilities comprises of unsecured loans from Directors and their relatives, borrowings from banks and financial institutions, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance Group's operations and to overall foster growth. Group's principal financial assets include security deposits, trade and other receivables, balances with banks, cash and cash equivalents and other financial assets that the Group derives directly from its operations.

(A) Market risk

Market risk refers to the possibility that changes in the market rates may have impact on the Group's profits or the value of its holding of financial instruments. The Group is exposed to market risks on account of change in foreign exchange rates and interest rates.

The sensitivity analysis in the following sections relate to the position as at March 31, 2026, March 31,2025. The sensitivity of the relevant income statement item is the effect of the assumed changes in respective market risks. The following assumption have been made in calculating the sensitivity analysis:

(i) 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 changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

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Exposure to Interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expense		
Increase by 100 basis points	(36.56)	(5.43)
Decrease by 100 basis points	36.56	5.43

(ii) Foreign Currency risk

The Group's foreign currency risk arises from its foreign operations and foreign currency transactions. The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Group.

Since a major part of the Group's revenue is in foreign currency and major part of the costs are in Indian Rupees, any movement in currency rates would have impact on the Group's performance. Consequently, the overall objective of the foreign currency risk management is to minimise the short term currency impact on its revenue and cash-flow in order to improve the predictability of the financial performance.

The major foreign currency exposures for the Group are denominated in USD & EURO. Additionally, there are transactions which are entered into in other currencies and are not significant in relation to the total volume of the foreign currency exposures. The following table sets forth information relating to material foreign currency exposure from non-derivative financial instruments:

As at March 31, 2026	GBP		US Dollar		Euro	
	₹	Foreign currency	₹	Foreign currency	₹	Foreign currency
Assets:						
Trade receivables	0.28	0.00	1,657.81	17.51	89.56	0.82
Total	**0.28**	**-**	**1,657.81**	**17.51**	**89.56**	**0.82**
Liabilities:						
Trade payables	0.24	0.00	122.52	1.29	-	-
Total	**0.24**	**-**	**122.52**	**1.29**	**-**	**-**

As at March 31, 2025	GBP		US Dollar		Euro	
	₹	Foreign currency	₹	Foreign currency	₹	Foreign currency
Assets:						
Trade receivables	-	-	1,088.62	12.71	47.66	0.54
Total	**-**	**-**	**1,088.62**	**12.71**	**47.66**	**0.54**
Liabilities:						
Trade payables			4.26	0.05	-	-
Total	**-**	**-**	**4.26**	**0.05**	**-**	**-**

Foreign currency sensitivity

The following table represents the sensitivity to a reasonably possible change in US Dollar and EURO exchange rates, with all other variables held constant. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as mentioned above and adjusts their translation at the year end for a 1% change in

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foreign currency rates. A positive number below indicates an increase in profit or equity and vice-versa.

Particulars	As at March 31, 2026	Currency	Increase / decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade Receivables	1,657.81	US Dollar	1%	(16.58)	16.58
Trade Receivables	89.56	Euro	1%	(0.90)	0.90
Trade Receivables	0.28	GBP	1%	(0.00)	0.00
Trade payables	122.52	US Dollar	1%	1.23	(1.23)
Trade payables	0.24	GBP	1%	0.00	(0.00)

Particulars	As at March 31, 2025	Currency	Increase / decrease in rate	Impact on profit before tax (Decrease in rate)	Impact on profit before tax (Increase in rate)
Trade Receivables	1,088.62	US Dollar	1%	(10.89)	10.89
Trade payables	4.26	US Dollar	1%	0.04	(0.04)
Trade Receivables	47.66	Euro	1%	(0.48)	0.48

Further, the Group has bought foreign exchange forward contracts to mitigate the risk of changes in exchange rate in foreign currency exposure. The counterparty for these contracts is generally a bank. The details of the outstanding foreign exchange forward contracts are as follows:

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	Currency	Foreign currency (In absolute)	Currency	Foreign currency (In absolute)
Receivables (forward contracts to sell)	US Dollar	10,00,000	US Dollar	6,38,264

(B) 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 including investments, trade receivables and deposits with banks.

Trade receivables

All trade receivables are subject to credit risk exposure. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country, in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through established policies, controls relating to credit approvals and procedures for continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

The Group has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Group uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses.

Investments & Deposits with banks

With respect to investments, the Group limits its exposure to credit risk by investing in liquid securities with counter parties depending on their Composite Performance Rankings (CPR) published by Credit rating agencies. Bank deposits are placed with banks with high credit rating. The Group's investment policy lays down guidelines with respect to exposure per counterparty, credit rating, processes in terms of control and continuous monitoring. The Group therefore considers credit risks on such investments to be negligible.

(C) Liquidity risk

Liquidity risk refers to 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 asset. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group generates

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cash flows from operations to meet its financial obligations, maintains adequate liquid assets in the form of cash & cash equivalents and has undrawn short term line of credits from banks to ensure necessary liquidity.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual payments.

As at March 31, 2026	Carrying Value	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	3,978.09	3,011.74	723.35	243.00	3,978.09
Lease liabilities	369.11	132.35	211.54	25.22	369.11
Trade payables	1,123.72	1,123.72	-	-	1,123.72
Other financial liabilities	81.57	81.57	-	-	81.57

As at March 31, 2025	Carrying Value	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	3,306.27	2,013.77	765.85	526.65	3,306.27
Lease liabilities	303.92	102.65	201.27	-	303.92
Trade payables	344.74	344.74	-	-	344.74
Other financial liabilities	56.67	56.67	-	-	56.67

(D) Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity, securities premium and reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents and other bank balances.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings (Refer note 14(A))	3,978.09	3,306.27
Less: Cash & cash equivalents (Refer note 7(E))	1,637.99	51.33
Net debt#	**2,340.10**	**3,254.94**
Total equity attributable to the equity holders of the parent company	6,797.21	2,036.41
Capital & net debt	**9,137.31**	**5,291.35**
Gearing ratio	**25.61%**	**61.51%**

#Excluding lease liabilites

34 Statement of Party Disclosures

(A) Name of related parties having transactions and / or balances

(A.1)	Key Management Personnel	Description of relationship
	Indumati Arunbhai Parekh (up to 2ND May, 2025)	Non-Executive Director
	Udaykumar Arunkumar Parekh	Chairman & Managing Director
	Paras Mukundrai Parekh (appointed w.e.f. 2ND Septemeber, 2024)	Whole time Director & Chief Financial Officer
	Ketan Chandrakant Doshi (appointed w.e.f. 26TH October, 2024)	Independent Director
	Mahendra Tribhuvan Panchasara (appointed w.e.f. 26TH October, 2024)	Independent Director
	Punitbhai Mahendrabhai Sodha (appointed w.e.f. 6TH February, 2025)	Independent Director
	Vidhi Nishit Shah (appointed w.e.f. 6TH February, 2025)	Independent Director
	Dharmi A. Parekh (appointed w.e.f. 3RD May, 2025)	Non-Executive Director
	Bhoomi Manharbhai Vadhavana	Company Secretary & Compliance Officer

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(All amounts in ₹ Millions, unless otherwise stated)

(A.2)	**Other related parties**	
	Parekh Udaybhai Arunkumar (HUF)	Relative of Key Managerial Personnel
	Dharmi A. Parekh (up to 2ND May, 2025)	Relative of Key Managerial Personnel
	Parekh Riddhi Paras	Relative of Key Managerial Personnel
	Indumati Arunbhai Parekh (w.e.f 3RD May, 2025)	Relative of Key Managerial Personnel

(A.3)	**Key Management Personnel of Novatro Techsolution Private Limited (subsidiary)**	
	Adrian Sansonetti	Director

(B) Transactions with related parties

	Particulars	March 31, 2026	March 31, 2025
i	**Indumati Arunbhai Parekh**		
	Remuneration	-	2.25
	Loans & Advances:		
	Loan taken	5.30	0.80
	Loan repaid	13.09	0.75
	Sitting Fees	0.02	-
	Interest Expense	0.42	0.53
ii	**Udaykumar Arunkumar Parekh**		
	Remuneration	15.00	12.50
	Loans & Advances:		
	Loan taken	83.00	57.50
	Loan repaid	11.68	1.96
	Interest Expense	21.77	14.41
iii	**Parekh Udaybhai Arunkumar (HUF)**		
	Loans & Advances:		
	Loan repaid	14.51	-
	Interest Expense	1.12	1.26
iv	**Dharmi A. Parekh**		
	Salary	-	0.90
	Loans & Advances:		
	Loan taken	2.25	0.18
	Loan repaid	6.24	14.78
	Sitting Fees	0.03	-
	Interest Expense	0.11	1.38
v	**Parekh Riddhi Paras**		
	Salary	-	0.90
	Loans & Advances:		
	Loan taken	0.28	-
	Loan repaid	7.35	0.09
	Interest Expense	0.29	0.65

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	Particulars	March 31, 2026	March 31, 2025
vi	**Paras Mukundrai Parekh**		
	Remuneration	8.40	2.43
vii	**Bhoomi Manharbhai Vadhavana**		
	Salary	1.39	1.04
viii	**Adrian Sansonetti**		
	Remuneration (withdrawn from subsidiary)	10.12	-
	Reimbursement of business expenses (incurred for subsidiary)	5.78	-
ix	**Ketan Chandrakant Doshi**		
	Sitting Fees	0.10	-
x	**Mahendra Tribhuvan Panchasara**		
	Sitting Fees	0.13	-
xi	**Punitbhai Mahendrabhai Sodha**		
	Sitting Fees	0.09	-
xii	**Vidhi Nishit Shah**		
	Sitting Fees	0.08	-

(C) Balance Outstanding

Net Outstanding Payable	As at March 31, 2026	As at March 31, 2025
Indumati Arunbhai Parekh	-	7.37
Udaykumar Arunkumar Parekh	289.85	198.89
Parekh Udaybhai Arunkumar (HUF)	-	13.38
Dharmiben A. Parekh	-	3.88
Paras Mukundrai Parekh	0.50	0.35
Parekh Riddhi Paras	-	6.78
Adrian Sansonetti	1.18	-
Bhoomi Manharbhai Vadhavana	0.01	0.06

(D) The secured borrowings are covered by personal guarantees of the directors and a relative of a director of the Holding Company, namely Udaykumar Arunkumar Parekh and Indumati Arunbhai Parekh.

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35 Additional information as required under para 2 of General Instruction of Division II of Schedule III to the Companies Act, 2013.

(a) As at and for the year ended March 31, 2026

Name of the Company	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ in million	As % of consolidated profit or loss	₹ in million	As % of consolidated other comprehensive income	₹ in million	As % of consolidated total comprehensive income	₹ in million
Parent								
Omnitech Engineering Limited	100.72%	6,845.63	97.30%	771.97	-8.07%	2.37	106.14%	774.34
Foreign Subsidiary								
Omnitech Group, Inc.	0.08%	5.16	1.42%	11.30	-	-	2.08%	11.30
Indian subsidiary								
Novatro Techsolution Private Limited	-0.01%	(0.79)	-0.11%	(0.84)	-	-	-0.26%	(0.84)
Non controlling interest	0.00%	(0.25)	-0.03%	(0.27)	-	-	-	(0.27)
Consolidation adjustments	-0.78%	(52.79)	1.41%	11.21	104.11%	(31.75)	-7.95%	(20.55)
Total	**100.00%**	**6,796.96**	**100.00%**	**793.37**	**100.00%**	**(29.38)**	**100.00%**	**763.99**

(a) As at and for the year ended March 31, 2025

Name of the Company	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ in million	As % of consolidated profit or loss	₹ in million	As % of consolidated other comprehensive income	₹ in million	As % of consolidated total comprehensive income	₹ in million
Parent								
Omnitech Engineering Limited	101.88%	2,074.75	99.38%	435.91	6.35%	(0.99)	102.80%	434.92
Foreign Subsidiary								
Omnitech Group, Inc.	0.35%	7.17	0.64%	2.82	-	-	0.67%	2.82
Indian subsidiary								
Novatro Techsolution Private Limited	0.00%	0.05	-0.16%	(0.71)	-	-	-0.17%	(0.71)
Non controlling interest	0.00%	0.02	-0.05%	(0.22)	-	-	-	-
Consolidation adjustments	-2.24%	(45.56)	0.19%	0.85	93.65%	(14.60)	-3.30%	(13.97)
Total	**100.00%**	**2,036.43**	**100.00%**	**438.65**	**100.00%**	**(15.59)**	**100.00%**	**423.06**

36 Other statutory information

a The Group has not carried out any revaluation of property, plant and equipment in any of the period reported in this Consolidated Financial Statements hence reporting is not applicable.

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

c As per sanctioned letter issued by Banks, the Holding company is required to submit stock statement to banks on quarterly basis. There was no material difference noted in stock statement vis-a-vis books of account. Though the differences were primarily on account of submissions made by the Holding Company on the basis of provisional financial information.

d The Group does not have any transactions with companies struck off.

e The Group does not have any 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).

f 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 holding company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

g 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 Company shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

i The Group is not declared as wilful defaulter by any bank or financial institution.

j There are no scheme of arrangements which have been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the reporting period.

k The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

l The Group has neither declared nor paid any dividend during the reporting period.

37 The Holding Company, which is a Company incorporated in India, has maintained its stock records in a third party software. In the absence of an independent auditor’s system and organization controls report covering the requirement of audit trail (at database level), we are unable to comment whether audit trail feature at the database level was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered with.

38 ₹ 3,917.41 Millions have been received in the Escrow account (net off estimated offer expenses ₹ 262.59 Millions) from proceeds of fresh issue of equity shares. Further, the fund raised from Offer for sale were remitted to the selling shareholders (net off estimated offer expenses borne / to be borne by the selling shareholders). The utilisation of the net proceeds is summarised as below:

Objects of the issue as per prospectus	Amount to be utilised as per prospectus	Utilisation up to March 31, 2026	Unutilised amount up to March 31, 2026
Repayment and/ or pre-payment, in full or in part, of certain outstanding borrowings availed by our Company	500.00	500.00	-
Funding towards Setting up New Projects at:			-
(i) Proposed facility 1	1,328.44	47.03	1,281.41
(ii) Proposed facility 2	1,007.14	50.66	956.48
Funding towards Capital Expenditure for purchase and installation of solar panels on the roof-top at, and, purchase of new equipment / machinery for, Existing Facility 2	186.98	58.06	128.92
General corporate purposes	894.85	511.97	382.88
Total	**3,917.41**	**1,167.72**	**2,749.69**

Note:

The net unutilised offer proceeds were temporarily invested in deposits with commercial banks. Interest earned on such deposits are in the fixed deposits.

During the quarter ended March 31, 2026, the Holding Company has received reimbursement amounting to ₹92.81 million from the Public Account for the issue expenses already incurred and paid. Further, the Holding Company has paid total of ₹93.97 million (34.56 million and ₹59.41 million) directly from the Monitoring Account and Public Account respectively during the reporting period.

39 No significant subsequent events have been observed which may require an adjustment / disclosure to the consolidated financial statements

The accompanying notes referred to above formed an integral part of the consolidated financial statements

As per our examination report of even date
For **Dhirubhai Shah & Co LLP**
ICAI Firm Registration Number: 102511W/W100298

Anik Shah
Partner
Membership No: 140594

Place : Rajkot
Date : May 25, 2026

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

Udaykumar Arunkumar Parekh
Chairman & managing director
DIN : 01635339

Paras Mukundrai Parekh
Whole time director & chief financial officer
DIN : 07761048

Bhoomi M Vadhavana
Company secretary & compliance officer
Membership No.: A54468

Place : Rajkot
Date : May 25, 2026

OMNITECH®

Registered & Corporate Office

Omnitech Engineering Limited
Plot No. 2500, Kranti Gate Main Road, GIDC Lodhika
Industrial Estate, Kalawadd Rd, Metoda,
Rajkot 360021, Gujarat, India

Phone : +91 02827 287637

CIN : L26100GJ2021PLC124801

ISIN : INE0UH301010

Website : https://omnitecheng.com

Email : info@omnitecheng.com

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